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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-1  
REORGANIZATION PLAN / PLAN SPONSORS  
7,454.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)  
Reorganization Plan / Plan Sponsors

Bill Date: 11/30/06  
Bill Number: 1132369

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	10/02/06	1.30	EMAILS FROM/TO S. MILLER, D. SHERBIN AND J. SHEEHAN RE: D. DETHY MEETING WITH S. MILLER TO REVIEW "WHAT IF" PROPOSAL (0.3); TELECONFERENCE WITH J. SHEEHAN RE: POST-MEETING RECAP (0.2); REVIEW MATERIALS FROM EQUITY COMMITTEE (0.3); PREPARE FOR OCTOBER 3RD MEETING AT COMPANY RE: SAME (0.2); PREPARE FOR OCTOBER 3RD SENIOR MANAGEMENT MEETINGS AT COMPANY RE: OCTOBER 5TH FRAMEWORK DISCUSSIONS IN NEW YORK CITY (0.3).
BUTLER, JR. J	10/03/06	1.10	PREPARE FOR (0.2) AND PARTICIPATE IN (0.7) MEETING AT COMPANY IN TROY WITH S. MILLER, J. SHEEHAN, J. BERTRAND, D. RESNICK, R. EISENBERG AND OTHERS RE: OCTOBER 5TH FRAMEWORK DISCUSSIONS IN NEW YORK CITY AND REVIEW AND ANALYSIS OF EQUITY COMMITTEE CHAIR "WHAT IF" FRAMEWORK TERMSHEET; REVIEW ADDITIONAL MATERIALS FROM DC CAPITAL (0.2).
BUTLER, JR. J	10/04/06	4.90	CONTINUE TO PREPARE FOR OCTOBER 5TH FRAMEWORK NEGOTIATIONS IN NEW YORK CITY WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND APPALOOSA/HARBINGER INCLUDING MEETINGS WITH DELPHI SENIOR MANAGEMENT IN NEW YORK CITY (1.2); DRAFT AND REVISE WORKING GROUP AGENDA (1.3); PREPARE FOR (0.3) AND ATTEND (1.3) MEETING AT CERBERUS IN NEW YORK CITY RE: FRAMEWORK DISCUSSIONS; TELECONFERENCE WITH R. ROSENBERG RE: FRAMEWORK DISCUSSIONS (0.1); CONTINUE TO REVIEW DC CAPITAL PRESENTATION MATERIALS AND VARIOUS EMAILS RE: MEETING WITH APPALOOSA ETC. (0.3); REVIEW AND REVISE DUE DILIGENCE INFORMATION UPDATE FOR GM, APPALOOSA, CERBERUS AND RIPPLEWOOD (0.4).
BUTLER, JR. J	10/05/06	9.40	PREPARE FOR (WITH SENIOR MANAGEMENT TEAM IN NEW YORK) (2.2) AND PARTICIPATE IN (7.2) FRAMEWORK NEGOTIATIONS IN NEW YORK CITY WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND APPALOOSA/HARBINGER.
BUTLER, JR. J	10/06/06	1.50	RECEIVE AND BEGIN TO REVIEW AND ANALYZE REVISED CERBERUS PROPOSAL (0.7); REVIEW AND BEGIN TO ANALYZE DEAL COMPARISON ANALYTIC (0.4); BEING TO ASSESS B-PRIME STRUCTURE (0.2); EMAILS FROM/TO T. LAURIA RE: TIMETABLE FOR REVISED APPALOOSA PROPOSAL (0.2).

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BUTLER, JR. J	10/07/06	0.50	BEGIN TO PREPARE FOR OCTOBER 10-12 FRAMEWORK NEGOTIATIONS IN NEW YORK CITY WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND APPALOOSA/HARBINGER (0.4); EMAILS FROM/TO R. MASON RE: SAME (0.1).
BUTLER, JR. J	10/08/06	1.50	PREPARE FOR OCTOBER 9TH WORKING GROUP TELECONFERENCE RE: OCTOBER 11TH FRAMEWORK NEGOTIATIONS IN NEW YORK CITY WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND APPALOOSA/HARBINGER INCLUDING REVIEW OF OPEN ISSUES AND NEXT STEPS (1.3); EMAILS FROM/TO T. LAURIA RE: APPALOOSA/HARBINGER PROPOSAL (0.2).
BUTLER, JR. J	10/09/06	3.60	PREPARE FOR OCTOBER 11TH FRAMEWORK NEGOTIATIONS IN NEW YORK CITY WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND APPALOOSA/HARBINGER INCLUDING REVIEW OF OPEN ISSUES AND NEXT STEPS AND WORKING GROUP TELECONFERENCE (2.6); CONTINUE TO REVIEW AND EVALUATE REVISED CERBERUS FRAMEWORK PROPOSAL (0.7); EMAILS FROM/TO J. SHEEHAN RE: SAME (0.3).
BUTLER, JR. J	10/10/06	3.40	PREPARE FOR OCTOBER 12TH FRAMEWORK NEGOTIATIONS IN NEW YORK CITY WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND APPALOOSA/HARBINGER INCLUDING REVIEW OF OPEN ISSUES AND NEXT STEPS (2.1); EMAILS FROM/TO T. LAURIA (0.2); REVIEW AND EVALUATE REVISED APPALOOSA/HARBINGER FRAMEWORK PROPOSAL (0.8); TELECONFERENCE WITH J. SHEEHAN RE: FRAMEWORK MATTERS AND STAKEHOLDER DISCUSSIONS (0.3).
BUTLER, JR. J	10/11/06	12.60	PREPARE FOR (INCLUDING MEETING WITH S. MILLER AND EXECUTIVE TEAM) (1.9) AND PARTICIPATE IN (10.2) FRAMEWORK NEGOTIATIONS IN NEW YORK CITY WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM, APPALOOSA/HARBINGER AND CERBERUS; FOLLOW-UP ON SAME INCLUDING TELECONFERENCE WITH T. LAURIA AND TELECONFERENCE WITH B. ROSENBERG RE: OCTOBER 12TH MEETING (0.3); CONFERENCES WITH S. MILLER AND D. RESNICK RE: ALTERNATIVE PROPOSALS (0.2).

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BUTLER, JR. J	10/12/06	7.30	PREPARE FOR (INCLUDING MEETING WITH S. MILLER AND EXECUTIVE TEAM) (2.3) AND PARTICIPATE IN (4.2) FRAMEWORK NEGOTIATIONS IN NEW YORK CITY WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND APPALOOSA/HARBINGER; FOLLOW-UP ON SAME (0.4); EMAILS TO/FROM T. LAURIA RE: APPALOOSA/HARBINGER NON-ACCESS TO CERBERUS PROPOSAL (0.2); EMAIL FROM/TO D. ROSNER RE: AD HOC TRADE COMMITTEE NON-ACCESS TO DILIGENCE RIGHTS OFFERING MATTERS (0.2).
BUTLER, JR. J	10/13/06	0.60	FOLLOW-UP ON OCTOBER 12TH FRAMEWORK NEGOTIATIONS IN NEW YORK CITY WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND APPALOOSA/HARBINGER (0.6).
BUTLER, JR. J	10/15/06	0.60	EMAIL FROM J. SHEEHAN RE: AND FOLLOW-UP ON FRAMEWORK DISCUSSION MATTERS (0.3); EMAIL FROM R. EISENBERG RE: CREDITOR FEEDBACK AND NEXT STEPS (0.1); REVIEW MATERIALS FROM D. RESNICK RE: FRAMEWORK MATTERS (0.2).
BUTLER, JR. J	10/16/06	3.30	REVIEW ADDITIONAL MATERIALS FROM DC CAPITAL RE: ALTERNATIVE FRAMEWORK (0.2); CONFERENCE WITH S. MILLER AND J. SHEEHAN RE: CERBERUS TELECONFERENCE AND NEXT STEPS (0.3); EMAILS FROM ROTHSCHILD RE: SAME (0.1); REVIEW EXIT STRATEGY FLOW CHARTS (0.5); ATTEND STRATEGY MEETINGS AT COMPANY IN TROY RE: FRAMEWORK DISCUSSIONS AND NEXT STEPS (2.2).
BUTLER, JR. J	10/17/06	1.80	EMAILS FROM/TO T. LAURIA RE: APPALOOSA/HARBINGER MATTERS AND OCTOBER 18TH TELECONFERENCE (0.2); PREPARE FOR (0.2) AND PARTICIPATE IN (1.2) MEETING AT COMPANY IN TROY WITH S. CORCORAN AND TELECONFERENCE WITH F. FROMM AND J. TANENBAUM RE: BILATERAL AND TRILATERAL DEAL DOCUMENTATION AND RELATED ISSUES; REVIEW ADDITIONAL MATTERS RE: DC CAPITAL WITH J. SHEEHAN (0.2).
BUTLER, JR. J	10/18/06	4.60	CONTINUE TO WORK ON FRAMEWORK DISCUSSIONS AT COMPANY INCLUDING PREPARE FOR (0.3) AND PARTICIPATE IN (1.5); TELECONFERENCE WITH APPALOOSA/HARBINGER WORKING GROUP; PREPARE FOR (0.2) AND PARTICIPATE IN (0.9); TELECONFERENCE WITH DELPHI WORKING GROUP; PREPARE FOR (0.2) AND ATTEND (1.1); MEETING WITH S. MILLER, K. BUTLER, J. SHEEHAN AND D. RESNICK AT COMPANY IN TROY RE: FRAMEWORK MATTERS AND NEXT STEPS; TELECONFERENCE WITH A. KORNBERG RE: DC CAPITAL MATTERS (0.3); REVIEW UPDATE FROM S. MILLER RE: GM DISCUSSIONS AND NEXT STEPS (0.1).

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BUTLER, JR. J	10/19/06	0.70	BEGIN TO REVIEW FRAMEWORK AGREEMENT OUTLINE (0.4); BEGIN TO REVIEW AND EVALUATE REVISED CERBERUS FRAMEWORK PROPOSAL (0.3).
BUTLER, JR. J	10/20/06	2.20	CONTINUE TO REVIEW FRAMEWORK AGREEMENT OUTLINE (0.6); CONTINUE TO REVIEW AND EVALUATE REVISED CERBERUS FRAMEWORK PROPOSAL (0.6); TELECONFERENCE WITH B. SHAW RE: SAME AND RE: LAZARD MEETING (0.4); REVIEW ROTHSCHILD MATERIALS (0.6).
BUTLER, JR. J	10/21/06	2.20	CONTINUE TO REVIEW FRAMEWORK AGREEMENT OUTLINE (0.9); CONTINUE TO REVIEW AND EVALUATE REVISED CERBERUS FRAMEWORK PROPOSAL (0.3); REVIEW AND EVALUATE RIPPLEWOOD FRAMEWORK PROPOSAL (0.8); REVIEW OPEN ISSUES LIST FROM J. BERTRAND (0.2).
BUTLER, JR. J	10/22/06	1.10	RECEIVE FURTHER REVISED CERBERUS PROPOSAL AND REVIEW AND EVALUATE SAME (0.4); CONTINUE TO REVIEW AND EVALUATE RIPPLEWOOD FRAMEWORK PROPOSAL (0.4); CONTINUE TO REVIEW OPEN ISSUES LIST FROM J. BERTRAND AND PREPARE FOR OCTOBER 23RD MEETINGS IN TROY (0.3).
BUTLER, JR. J	10/23/06	1.70	CONTINUE TO REVIEW AND EVALUATE CERBERUS AND RIPPLEWOOD FRAMEWORK PROPOSALS (0.4); REVIEW ROTHSCHILD MATERIALS RE: SAME (0.3); PREPARE FOR (0.2) AND PARTICIPATE IN (0.6) MEETINGS WITH DELPHI EXECUTIVE LEADERSHIP AT COMPANY IN TROY RE: SAME; FOLLOW-UP ON RIPPLEWOOD DUE DILIGENCE REQUESTS (0.2).
BUTLER, JR. J	10/24/06	1.20	CONTINUE TO FOLLOW-UP ON PLAN INVESTOR PROPOSALS (0.3); TELECONFERENCE WITH D. RESNICK AND B. SHAW RE: SAME AND NEXT STEPS (0.5); FOLLOW-UP ON CLUB NDA'S WITH D. SHERBIN AND WORKING GROUP (0.4).
BUTLER, JR. J	10/26/06	3.10	PREPARE FOR (0.4) AND PARTICIPATE IN (1.8) MEETING AT COMPANY IN TROY WITH S. MILLER (BY TELECONFERENCE), R. O'NEAL AND EXECUTIVE MANAGEMENT TEAM RE: FRAMEWORK AND PLAN INVESTOR MATTERS; REVIEW FRAMEWORK OUTLINE AND RELATED MATTERS (0.7); EMAILS TO/FROM STAKEHOLDERS RE: NOVEMBER 6-7 FRAMEWORK DISCUSSIONS IN NEW YORK (0.2).

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BUTLER, JR. J	10/27/06	3.60	WORK ON FRAMEWORK AND PLAN INVESTOR MATTERS INCLUDING TELECONFERENCE WITH T. STALLKAMP (0.7); TELECONFERENCE WITH T. COLLINS, T. STALLKAMP AND RIPPLEWOOD COUNSEL (0.7); TELECONFERENCE WITH S. MILLER, R. O'NEAL AND EXECUTIVE MANAGEMENT TEAM (1.1); TELECONFERENCE WITH J. SHEEHAN (0.2); FOLLOW-UP ON SAME (0.4); REVIEW UPDATE ON APPALOOSA FRAMEWORK DUE DILIGENCE (0.3); BEGIN TO CONSIDER THIRD EXTENSION OF EXCLUSIVITY AND TIMETABLE THEREFORE (0.2).
BUTLER, JR. J	10/28/06	1.60	TELECONFERENCE WITH J. SHEEHAN RE: PLAN INVESTOR MATTERS (0.4); TELECONFERENCES TO T. LAURA, D. KLINER AND T. STALLKAMP (0.3); EMAIL FROM/TO D. KLEINER (0.1); CONTINUE TO EVALUATE COMPETING PLAN FRAMEWORK PROPOSALS/DISCUSSION TERMS AND REVIEW ROTHSCHILD MATERIALS (0.8).
BUTLER, JR. J	10/29/06	1.30	CONTINUE TO FOLLOW-UP ON PLAN INVESTOR MATTERS INCLUDING TELECONFERENCE WITH T. LAURIA (0.7) AND EMAILS FROM/TO D. KLEINER (0.2); PREPARE FOR OCTOBER 30TH EXECUTIVE LEADERSHIP MEETINGS AT COMPANY IN TROY RE: FRAMEWORK DISCUSSIONS (0.4).
BUTLER, JR. J	10/30/06	2.40	CONTINUE TO FOLLOW-UP ON PLAN INVESTOR MATTERS INCLUDING TELECONFERENCES WITH RIPPLEWOOD COUNSEL (0.5), T. STALLKAMP (0.2, 0.4), J. SHEEHAN AND D. TEPPER (0.7); CONTINUE TO PREPARE FOR NOVEMBER 6-7 FRAMEWORK DISCUSSIONS IN NEW YORK CITY (0.4); CONSIDER CLUB NDA AND RELATED ISSUES (0.2).
BUTLER, JR. J	10/31/06	2.60	CONTINUE TO FOLLOW-UP ON PLAN INVESTOR MATTERS INCLUDING TELECONFERENCES WITH T. STALLKAMP (0.3), T. COLLINS AND T. STALLKAMP (0.6), J. SHEEHAN (0.3), J. SHEEHAN AND D. TEPPER (0.3); CONTINUE TO PREPARE FOR NOVEMBER 6-7 FRAMEWORK DISCUSSIONS IN NEW YORK CITY (0.6); REVIEW EMAIL UPDATES FROM S. MILLER ON FRAMEWORK DISCUSSIONS RE: CERBERUS AND GM (0.2); REVIEW AND EVALUATE UCC SUBCOMMITTEE RESPONSE TO CERBERUS REVISED PROPOSAL (0.3).
		81.70	
COCHRAN EL	10/03/06	1.20	TELECONFERENCE WITH RIPPLEWOOD COUNSEL AND K. MARAFIOTI (1.2).
COCHRAN EL	10/04/06	1.50	REVIEW MATERIAL IN ADVANCE OF STRATEGY DISCUSSION (1.5).
COCHRAN EL	10/05/06	6.70	PARTICIPATE IN MAIN TABLE DISCUSSIONS WITH GM, UCC, GC AND APPALOOSA REPRESENTATION (6.7).

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COCHRAN EL	10/06/06	2.80	PARTICIPATE IN TELECONFERENCE WITH S. MILLER, R. O'NEIL, J. BERTRAND, D. RESNICK, S. CORCORAN RE: NEGOTIATIONS (1.6); REVIEW RIPPLEMAID NDA ISSUES (1.2).
COCHRAN EL	10/10/06	1.10	REVIEW APPALOOSA REDRAFT OF TERM SHEET (1.1).
COCHRAN EL	10/11/06	5.30	PARTICIPATE ON MAIN TABLE DISCUSSION (5.3).
COCHRAN EL	10/12/06	6.10	PARTICIPATE IN MAIN TABLE DISCUSSIONS (4.7); PARTICIPATE IN MEETING WITH RIPPLEMAID AND GM REPRESENTATION (1.4).
COCHRAN EL	10/13/06	0.80	REVIEW NOTES ISSUES (0.8).
COCHRAN EL	10/18/06	5.10	TELECONFERENCE WITH APPALOOSA REPRESENTATIVES (1.2); REVIEW ISSUES RELATING TO APPALOOSA (0.7); WORK ON FRAMEWORK AGREEMENT OUTLINE (3.2).
COCHRAN EL	10/19/06	1.20	REVIEW FRAMEWORK ISSUES (1.2).
COCHRAN EL	10/20/06	2.90	TELECONFERENCE WITH R. O'NEAL, S. CORCORAN, B. DELLINGER, J. SHEEHAN, B. SHAW, D. RESNICK RE: CERBERUS (1.1); PREPARE LETTER FOR RIPPLEMAID IN CONNECTION WITH RIPPLEMAID PROPOSAL (1.8).
COCHRAN EL	10/23/06	2.60	REVIEW INDENTURE ISSUES (1.3); REVIEW NDA ISSUES RE: CERBERUS (0.6); REVIEW RIPPLEWOOD DILIGENCE REQUESTS (0.7).
COCHRAN EL	10/24/06	2.70	REVISE NDA FOR RIPPLEWOOD RELATED ENTITIES (2.7).
COCHRAN EL	10/25/06	3.70	PREPARE ADD-ON NDA FOR RIPPLEWOOD (3.7).
COCHRAN EL	10/26/06	0.90	REVIEW RIPPLEWOOD DILIGENCE ISSUES (0.9).
COCHRAN EL	10/30/06	1.50	RIPPLEWOOD DILIGENCE CALL WITH J. PAPELIAN AND R. MOSLER (1.5).
COCHRAN EL	10/31/06	2.70	REVIEW NDA ISSUES FOR RIPPLEWOOD ADD ON (0.8); REVIEW NDA ISSUES FOR APPALOOSA ADD ON (1.9).
		<b>48.80</b>	
MARAFIOTI KA	10/02/06	1.10	ANALYZE DELAWARE LAW IMPLICATIONS OF INTER-COMPANY TRANSACTIONS (0.7); TELECONFERENCE WITH FTI RE: SUBSTANTIVE CONSOLIDATION ISSUES (0.4).
MARAFIOTI KA	10/03/06	0.80	TELECONFERENCE WITH RIPPLEWOOD ADVISORS (D. CRONIN, D. KLEINER, S. JEBEJIAN ) (0.8).
MARAFIOTI KA	10/04/06	1.80	MEETING WITH COMPANY, ROTHSCHILD, FTI RE: FRAMEWORK MATTERS (1.0); ANALYZE PLAN ISSUES (0.8).

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MARAFIOTI KA	10/05/06	7.70	MEETING WITH COMPANY, ROTHSCHILD, AND FTI TO PREPARE FOR FRAMEWORK MEETINGS (1.3); MEETING WITH GM, CREDITORS' COMMITTEE, EQUITY COMMITTEE, APPALOOSA, AND ADVISORS (1.9); FOLLOWUP MEETING WITH COMPANY, ROTHSCHILD, AND FTI (3.3); MEETING WITH CREDITORS' COMMITTEE AND ADVISORS (1.0); FOLLOWUP MEETING WITH COMPANY (0.2).
MARAFIOTI KA	10/06/06	2.20	DEVELOP STRATEGY RE: PLAN NEGOTIATIONS (0.8); TELECONFERENCE WITH COMPANY AND ROTHSCHILD RE: SAME (1.4).
MARAFIOTI KA	10/11/06	10.80	MEETING WITH COMPANY, ROTHSCHILD, FTI IN PREPARATION FOR MEETING WITH APPALOOSA (1.2); MEETING WITH APPALOOSA AND COMPANY AND ADVISORS (1.1); FOLLOWUP MEETING WITH COMPANY (1.5); MEETING WITH CREDITORS' COMMITTEE AND ADVISORS (0.6); FOLLOWUP MEETING WITH ROTHSCHILD, COMPANY, AND FTI (0.1); MEETING WITH WEIL GOSHAL (0.4); MEETING WITH COMPANY (1.8); MEETING WITH EQUITY COMMITTEE, APPALOOSA, ADVISORS, COMPANY, AND ROTHSCHILD (1.8); MEETING WITH COMPANY AND ROTHSCHILD (2.3).
MARAFIOTI KA	10/12/06	6.60	MEETING WITH COMPANY AND ROTHSCHILD RE: PLAN STRATEGY (2.8); MEETING WITH EQUITY COMMITTEE, APPALOOSA, AND ADVISORS (0.4); RESEARCH PLAN ISSUES (2.2); MEETING WITH D. KLEINER, D. CRONIN, S. JEBEJIAN (1.2).
MARAFIOTI KA	10/13/06	1.40	REVIEW MEMO RE: 1145 ISSUES (0.5); ANALYZE PLAN ISSUES (0.9).
MARAFIOTI KA	10/15/06	2.60	REVIEW MEMO RE: IMPAIRMENT ISSUES (0.2); REVIEW MEMO RE: CLASSIFICATION AND REINSTATEMENT ISSUES (0.8); REVIEW MEMO RE: SUBORDINATION ISSUES (0.8); REVIEW MEMO RE: 1145 (0.8).
MARAFIOTI KA	10/16/06	4.20	ANALYZE PLAN ISSUES (2.3); TELECONFERENCE RE: SAME (1.9).
MARAFIOTI KA	10/17/06	3.20	ANALYZE PLAN FRAMEWORK ISSUES (2.2) AND REVIEW RESEARCH RE: SAME (1.0).
MARAFIOTI KA	10/18/06	3.70	ANALYZE INDENTURE ISSUES IN CONNECTIONS WITH PLAN FRAMEWORK (0.2); TELECONFERENCE WITH APPALOOSA'S ADVISORS (WHITE & CASE, UBS, MERRILL) RE: PLAN ISSUES (1.5); FOLLOWUP TELECONFERENCE WITH ROTHSCHILD & FTI (0.5); TELECONFERENCE WITH D. RESNICK AND B. SHAW RE: D.C. CAPITAL PARTNERS (0.2); CONSIDER PLAN STRUCTURING ISSUES (1.3).
MARAFIOTI KA	10/19/06	1.10	REVIEW FRAMEWORK OUTLINE AND CONSIDER ISSUES RE: SAME (1.1).



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MARAFIOTI KA	10/23/06	1.10	ANALYZE INDENTURE ISSUES IN CONNECTION WITH FRAMEWORK (0.4); ANALYZE OTHER PLAN ISSUES (0.7).
MARAFIOTI KA	10/30/06	1.40	ANALYZE PLAN FRAMEWORK ISSUES (0.9); TELECONFERENCE WITH FTI RE: LIQUIDATION ANALYSIS (0.5).
MARAFIOTI KA	10/31/06	0.70	ANALYZE PLAN ISSUES (0.7).
<b>50.40</b>			
PANAGAKIS GN	10/02/06	1.50	CONTINUE ANALYSIS OF PLAN ISSUES, INCLUDING SUBSTANTIVE CONSOLIDATION AND DEBT RECHARACTERIZATION (1.5).
PANAGAKIS GN	10/03/06	1.40	REVIEW MATERIALS RE: PLAN ISSUES (0.4); PARTICIPATE ON CALL WITH FTI RE: PRELIMINARY PLAN CONSIDERATIONS (1.0).
PANAGAKIS GN	10/04/06	2.20	ATTENTION TO FRAMEWORK ISSUES IN LIGHT OF NEXT DAY MEETINGS (2.2).
PANAGAKIS GN	10/05/06	10.00	MEET WITH SENIOR MANAGEMENT TEAM AND OTHER ADVISORS IN PREPARATION FOR FRAMEWORK DISCUSSION MEETINGS (2.0); PARTICIPATE AT MEETINGS RE: SAME WITH REPRESENTATIVES OF STATUTORY COMMITTEES, GM AND POTENTIAL PLAN INVESTORS (7.0); ATTEND TO FOLLOW UP MATTERS RE: SAME (1.0).
PANAGAKIS GN	10/06/06	0.60	REVIEW FRAMEWORK ISSUES FROM PRIOR DAY MEETINGS (0.6).
PANAGAKIS GN	10/09/06	4.20	MEETINGS RE: PLAN FRAMEWORK AGREEMENT, NEXT STEPS AND COORDINATION OF TASKS (1.7); REVIEW PENDING INVESTOR PROPOSALS AND CONSIDER ISSUES RE: SAME (1.4); REVIEW SUBORDINATED NOTES INDENTURE AND CORRESPONDENCE WITH R. MASON RE: SAME (1.1).
PANAGAKIS GN	10/10/06	2.40	REVIEW PRELIMINARY RESEARCH RE: FRAMEWORK ISSUES (1.1); REVIEW DOCUMENTS RE: SAME (0.8); FURTHER ATTENTION TO FRAMEWORK CONSIDERATIONS (0.5).
PANAGAKIS GN	10/11/06	11.50	PARTICIPATE IN MEETING WITH SENIOR MANAGEMENT TEAM AND OTHER ADVISORS IN PREPARATION FOR MAIN TABLE DISCUSSIONS (1.5); PARTICIPATE IN VARIOUS MAIN TABLE AND CAUCUS SESSIONS WITH STATUTORY COMMITTEES RE: FRAMEWORK AGREEMENT (5.0); OUTLINE VARIOUS LEGAL ISSUES IN CONNECTION WITH SAME AND BEGIN ANALYSIS OF SAME (2.0); REVIEW PREPETITION INDENTURES AND OTHER DOCUMENTS IN CONNECTION WITH SAME (2.0); CONSIDER SUBSTANTIVE CONSOLIDATION ANALYSIS (1.0).

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PANAGAKIS GN	10/12/06	2.10	UPDATE RE: RESEARCH RESULTS RE: PRELIMINARY PLAN ISSUES (0.8); WORK ON FRAMEWORK OUTLINE/AGREEMENT AND CONSIDERATION OF NEXT STEPS (1.0); ATTENTION TO INDENTURE ISSUES (0.3).
PANAGAKIS GN	10/13/06	5.20	PARTICIPATE IN MEETINGS WITH REPRESENTATIVES OF DELPHI, COMMITTEES GM AND POTENTIAL PLAN INVESTORS RE: FRAMEWORK AGREEMENT (1.8); REVIEW PREPETITION INDENTURES RE: APPLICATION TO FRAMEWORK AGREEMENT (2.5); FOLLOW UP MEETING WITH PLAN TEAM RE: NEXT STEPS (0.9).
PANAGAKIS GN	10/14/06	1.30	TELECONFERENCES AND CORRESPONDENCE RE: INDENTURE ISSUES AND PRELIMINARY PLAN CONSIDERATIONS (0.6); REVIEW INDENTURES RE: ISSUES RAISED AT MAIN TABLE DISCUSSIONS (0.7).
PANAGAKIS GN	10/15/06	1.20	REVIEW AND COMMENT ON INITIAL DRAFT OF PLAN ISSUES LIST (0.6); ATTENTION TO NEXT STEPS RE: SAME (0.6).
PANAGAKIS GN	10/16/06	5.00	REVIEW AND COMMENT ON PLAN ISSUES LIST (0.4); PARTICIPATE ON CALL RE: DELEGATION OF RESEARCH ISSUES AND RELATED MATTERS (1.8); FOLLOW UP RE: SAME (0.6); REVIEW DOCUMENTS AND PRELIMINARY RESEARCH RESULTS (1.8); ATTENTION TO ISSUES RE: MOTION TO APPROVE FRAMEWORK AGREEMENT (0.4).
PANAGAKIS GN	10/17/06	4.20	REVIEW AND COMMENT ON REUSED PLAN ISSUES LIST (0.6); TELECONFERENCE WITH K. MARAFIOTI RE: POTENTIAL PLAN STRUCTURAL ISSUES (0.9); REVIEW DOCUMENTS RE: BOND INDENTURES (0.7); STATUS RE: LEGAL RESEARCH RESULTS (1.0); ATTENTION TO FRAMEWORK ISSUES (1.0).
PANAGAKIS GN	10/18/06	3.80	PARTICIPATE ON TELECONFERENCE WITH REPRESENTATIVES OF APPOTOUSA RE: FRAMEWORK AND RELATED ISSUES (1.7); PARTICIPATE ON FOLLOW UP TELECONFERENCES RE: SAME (0.4, 0.3); WORK ON OUTLINE RE: FRAMEWORK AGREEMENT INCLUDING REVIEW OF PRIOR DISCUSSION ITEMS (1.2); TELECONFERENCE WITH A. FRANKEM RE: SUBSTANTIVE CONSOLIDATION QUESTIONS (0.2).
PANAGAKIS GN	10/19/06	1.80	REVIEW FRAMEWORK AGREEMENT OUTLINE (1.8).
PANAGAKIS GN	10/20/06	1.90	REVIEW FRAMEWORK OUTLINE (0.5); WORK ON FRAMEWORK AGREEMENT (1.0); REVIEW STATUS OF PLAN RESEARCH ISSUES (0.4).
PANAGAKIS GN	10/21/06	1.40	REVIEW AND COMMENT ON INITIAL DRAFT OF FRAMEWORK AGREEMENT (1.4).
PANAGAKIS GN	10/22/06	0.80	REVIEW AND COMMENT ON DRAFT FRAMEWORK AGREEMENT (0.8).

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PANAGAKIS GN	10/23/06	1.40	REVIEW AND COMMENT ON FRAMEWORK AGREEMENT (1.4).
PANAGAKIS GN	10/24/06	1.80	REVIEW FRAMEWORK AGREEMENT AND CONSIDERATION OF NEXT STEMS (1.8).
PANAGAKIS GN	10/25/06	1.80	REVIEW FRAMEWORK ISSUES LIST (1.1); FURTHER REVIEW OF INDENTURES FOLLOWING SAME (0.7).
PANAGAKIS GN	10/26/06	3.00	REVIEW CIRCULATED FRAMEWORK DISCUSSION MATERIALS (1.0); FURTHER ATTENTION TO RESEARCH ITEMS IN CONNECTION WITH SAME AND INCORPORATION INTO PLEADINGS (2.0).
PANAGAKIS GN	10/27/06	3.00	CONTINUED ATTENTION TO PRELIMINARY PLAN CONSIDERATIONS, FRAMEWORK AGREEMENT AND INITIAL RESULTS OF VARIOUS RELATED RESEARCH QUESTIONS (3.0).
PANAGAKIS GN	10/29/06	0.30	CORRESPONDENCE WITH A. FRANKEN RE: PRELIMINARY PLAN ISSUES (0.3).
PANAGAKIS GN	10/30/06	1.40	PARTICIPATE ON CALL RE: PRELIMINARY PLAN CONSIDERATIONS (0.6); REVIEW RESEARCH BINDER RE: SAME (0.8).
PANAGAKIS GN	10/31/06	2.30	TELECONFERENCE WITH A. FRANKEN RE: PLAN CONSIDERATIONS (0.8); REVIEW LEGAL RESEARCH BINDER RE: TASK LIST ITEMS (1.0); ATTENTION TO INDENTURE ISSUES (0.5).

77.50

**Total Partner 258.40**

MATZ TJ	10/03/06	0.20	TELECONFERENCE WITH B. SHAW RE: GM MEETINGS (0.2).
MATZ TJ	10/04/06	1.00	PARTICIPATE IN DISCUSSIONS WITH S. MILLER, D. SHERBIN, S. CORCORAN RE: FRAMEWORK AGREEMENT PROPOSALS (1.0).
MATZ TJ	10/05/06	7.40	ATTEND DISCUSSIONS RE: PRE-FRAMEWORK AGREEMENTS WITH S. MILLER, R. O' NEAL, B. DELLINGER, S. CORCORAN, J. SHEEHAN, ET AL. FROM DELPHI (1.9); ATTEND FRAMEWORK AGREEMENT MAIN-TABLE MEETINGS WITH GM, UCC, EQUITY COMMITTEE, APPALOOSA AND HARBINGER (2.4); FOLLOW UP DISCUSSIONS WITH D. RESNICK, B. SHAW ET AL. (1.8); PREPARE SUMMARY OF MAIN-TABLE MEETINGS (1.3).
MATZ TJ	10/06/06	1.60	PREPARATION AND ORGANIZATION RE: FRAMEWORK DISCUSSION MEETINGS (0.6); TELECONFERENCE RE: FRAMEWORK DISCUSSIONS, ALTERNATIVE PROPOSALS WITH S. MILLER, R. O'NEAL, J. BERTRAND, K. BUTLER, D. RESNICK, R. EISENBERG (1.0).
MATZ TJ	10/09/06	2.90	TELECONFERENCE WITH GROUP RE: POR MATTER (2.6); REVIEW OF NOTES RE: SAME (0.3).

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MATZ TJ	10/10/06	3.00	REVIEW ROTHCHILD VALUATION COMPARISON (0.2); TELECONFERENCE WITH B. SHAW RE: SAME (0.3); CONFERENCE WITH G. KAGAN RE: 10/11 FRAMEWORK MEETINGS (0.2); FOLLOW UP CONFERENCE WITH R. ROSENBERG, B. STEINGART, AND J. TANENBAUM RE: 10/11 MEETINGS (0.2); TELECONFERENCE WITH J. TANENBAUM RE: SAME (0.2); CONFIRM AND FINALIZE ARRANGEMENTS FOR 10/11 FRAMEWORK MEETINGS (0.3); FOLLOW UP CORRESPONDENCE WITH J. TANENBAUM (0.1); FOLLOW UP CONFERENCE WITH R. ROSENBERG (0.1); UPDATE SUBSTANTIVE CONSOLIDATION MATERIALS (0.8); REVIEW CERBERUS FRAMEWORK PROPOSAL (0.3); REVIEW AND COMMENT ON PLAN TASK CHART (0.3).
MATZ TJ	10/11/06	8.40	MEETINGS WITH S. MILLER, J. BERTRAND, J. SHEEHAN, B. DILLINGER, D. RESNICK, B. SHAW, R. EISENBERG RE: FRAMEWORK AGREEMENT, ISSUES AND STRATEGY (1.9); MEETING WITH APPALOOSA/HARBINGER (D. TIPPER, R. GREASTEN), COMPANY, ROTHSCHILD AND FTI RE: APPALOOSA/HARBINGER PROPOSAL (1.1); FOLLOW UP DISCUSSIONS WITH COMPANY RE: SAME (0.6); ANALYZING SECURITIES MATTERS RE: SAME (0.7); MEETING WITH D. DAIGLE, R. MASON, B. ROSENBERG, I. LEE, M. BRONDE, M. SEIDER, L. SZLEZINGER RE: FRAMEWORK PROPOSALS (0.8); FOLLOW UP DISCUSSIONS WITH S. MILLER, J. SHEEHAN, S. CORCORAN RE: SAME (0.7); MEETING WITH WEIL RE: FRAMEWORK PROPOSALS (0.5); FOLLOW UP DISCUSSIONS WITH COMPANY RE: SAME (0.5); REVIEW AND FINALIZE PLAN PREPARATION TASK LIST (0.8); CONTINUE DISCUSSIONS WITH COMPANY RE: FRAMEWORK NEGOTIATIONS (0.8).
MATZ TJ	10/12/06	5.60	ATTEND FRAMEWORK PROPOSAL DISCUSSIONS WITH S. MILLER, J. BERTRAND, J. SHEEHAN, D. RESNICK, B. SHAW (2.1); ATTEND FRAMEWORK AGREEMENT MEETING WITH APPALOOSA AND HARBINGER (D. TEPPIN, R. GOLDSTEIN), COMPANY & ROTHSCHILD (0.7); FOLLOW UP MEETING WITH COMPANY AND ROTHSCHILD RE: APPALOOSA/HARBINGER PROPOSAL (0.9); REVIEW AND ANALYZE VARIOUS PLAN AND CLASSIFICATION CONCEPTS (1.3); FOLLOW UP ANALYSIS RE: SAME (0.6).
MATZ TJ	10/13/06	1.50	CONTINUING REVIEW AND ANALYSIS OF PLAN STRUCTURING (CLASSIFICATION, ETC.) MATTERS (1.5).
MATZ TJ	10/30/06	2.80	WORK ON PLAN MATTERS (0.6); REVIEW STATUS OF FRAMEWORK DISCUSSIONS (0.4); ANALYSIS RE: FEASIBILITY, VOTING MATTERS (1.8).

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MATZ TJ	10/31/06	2.50	REVIEW AND COMMENT ON MEMORANDUM RE: "INSIDER" MATTERS (0.6); FURTHER WORK ON SAME (0.7); REVIEW PLAN RESEARCH MATTERS (0.3); REVIEW PLAN FEASIBILITY MATTERS (0.9).
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36.90

RAMLO K	10/04/06	1.00	ANALYSIS RE: REINSTATEMENT ELEMENTS AND BEGIN RESEARCH RE: SAME (1.0).
RAMLO K	10/13/06	2.20	FURTHER ANALYSIS RE: REINSTATEMENT ISSUES AS VARIOUS SCENARIOS (2.2).
RAMLO K	10/15/06	8.60	FURTHER RESEARCH AND REVISE MEMORANDUM ON REINSTATEMENT (8.1); REVISE MEMORANDUM ON CLASSIFICATION AND UNFAIR DISCRIMINATION (0.5).
RAMLO K	10/16/06	2.80	FURTHER ANALYSIS RE: CURE AND REINSTATEMENT REQUIREMENTS AS TO INTEREST RATES AND NONMONETARY COVENANTS (1.3); WORKING GROUP MEETING ON PLAN ISSUES (1.5).
RAMLO K	10/17/06	1.40	FURTHER ANALYSIS RE: REINSTATEMENT OF NONMONETARY COVENANTS (0.5); ORGANIZE ISSUES FOR PLAN-RELATED RESEARCH (0.9).
RAMLO K	10/18/06	2.20	FURTHER RESEARCH RE: IMPAIRMENT AND REVISE MEMORANDUM (1.9); WORK ON STAFFING FOR PLAN ISSUES (0.3).
RAMLO K	10/24/06	0.60	REVIEW ABSTRACTS OF INDENTURES (0.6).
RAMLO K	10/26/06	0.30	WORK ON CLASSIFICATION AND UNFAIR DISCRIMINATION MEMO (0.3).
RAMLO K	10/31/06	0.50	REVIEW PLAN ISSUE MEMORANDA (0.5).

19.60

**Total Counsel 56.50**

DIAZ LB*	10/03/06	0.30	COORDINATE ENVIRONMENTAL RESPONSE TO DUE DILIGENCE REQUEST RE: CLAIMS (0.3).
DIAZ LB*	10/04/06	1.20	REVIEW MATERIALS PROVIDED IN RESPONSE TO DUE DILIGENCE REQUESTS (1.2).
DIAZ LB*	10/23/06	2.10	REVIEW MATERIALS AND COORDINATE DUE DILIGENCE INFORMATION REQUEST (2.1).
DIAZ LB*	10/24/06	0.70	REVIEW AND COORDINATE DOCUMENT PRODUCTION FOR DUE DILIGENCE INFORMATION REQUEST (0.7).
DIAZ LB*	10/25/06	4.40	CONTINUE TO PREPARE MATERIAL RE: DUE DILIGENCE REQUEST (1.8); PREPARE POWER POINT PRESENTATION FOR DELPHI MEETING (2.6).

8.70

FERN BM	10/03/06	0.30	REVIEW DOCUMENTS RE: STATUS OF DILIGENCE PROCESS (0.3).
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FERN BM	10/06/06	0.30	REVIEW SUMMARY OF FRAMEWORK AGREEMENT (0.3).
FERN BM	10/09/06	2.70	REVIEW AND ORGANIZE DOCUMENTS RE: DELPHI SPIN-OFF FROM GM (2.7).
FERN BM	10/17/06	1.60	REVIEW AND COMMENT ON DOCUMENTS RE: BATTENBERG CLAIM (1.6).
FERN BM	10/18/06	1.70	ANALYSIS OF ISSUES RE: BATTENBERG CLAIM (0.4); REVIEW AND ANALYZE BATTENBERG'S CHANGE IN CONTROL AGREEMENT (0.7); REVIEW AND ANALYZE BATTENBERG'S SERP CLAIM (0.6).
FERN BM	10/20/06	0.70	EMAILS TO/FROM D. ALEXANDER RE: CHANGE IN CONTROL AGREEMENTS (0.3); REVIEW BATTENBERG'S SPLIT INSURANCE POLICY (0.4).
FERN BM	10/23/06	0.30	REVIEW VARIOUS APPALOOSA DILIGENCE REQUESTS (0.3).
FERN BM	10/25/06	0.20	REVIEW EMAILS RE: STATUS OF DILIGENCE PROCESS (0.2).
		7.80	
GRANT K	10/04/06	1.70	RESEARCH RE: SUBORDINATION, REINSTATEMENT AND IMPAIRMENT UNDER PLAN AND REORGANIZATION (1.7).
GRANT K	10/05/06	3.80	REVIEW/ANALYZE INDENTURE FOR BONDHOLDERS RE: PLAN, ISSUES (2.4); RESEARCH RE: IMPAIRMENT OF CLAIMS UNDER 2ND CIRCUIT LAW (1.4).
GRANT K	10/06/06	7.30	CONTINUE RESEARCH RE: IMPAIRMENT OF CLAIMS (3.1); RESEARCH RE: REINSTATEMENT OF CLAIMS AND DRAFTED MEMO RE: SAME (4.2).
GRANT K	10/13/06	2.10	OBTAIN AND REVIEW BONDS AND INDENTURES (2.1).
GRANT K	10/15/06	3.70	REVISE MEMO RE: PLAN ISSUES (1.1); RESEARCH RE: COURT AUTHORITY TO ADJUST INTEREST RATE (0.5); CONTINUE REVIEW OF BOND DOCUMENTS (2.1).
GRANT K	10/16/06	2.10	OBTAIN AND REVIEW 2013 NOTES (2.1).
GRANT K	10/17/06	6.00	CONTINUE RESEARCH RE: REINSTATEMENT AND REVISED MEMO RE: SAME (4.1); OBTAIN ASSEMBLED MATERIALS RELATING TO BOND ISSUES AND SUPERVISED ASSEMBLY OF SAME (1.9).
GRANT K	10/18/06	8.40	CONTINUE REVIEW OF BONDS. (2.1); CONTINUE RESEARCH RE: REINSTATEMENT (3.2); REVISE MEMORANDUM RE: SAME (3.1).
GRANT K	10/19/06	6.10	CONTINUE REVIEW OF BOND DOCUMENTS AND BEGAN WORK ON ABSTRACT RE: SAME (6.1).

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GRANT K	10/20/06	7.30	CONTINUE WORK ON INDENTURE ABSTRACTS (7.3).
GRANT K	10/23/06	4.90	COMPLETE ABSTRACT OF 1999 INDENTURE (2.6); BEGIN WORK ON ABSTRACT OF TOPR'S INDENTURE (2.3).
GRANT K	10/24/06	2.30	CONTINUE ANALYSIS OF BOND DOCUMENTS AND WORK ON ABSTRACTS RE: SAME (2.3).
GRANT K	10/25/06	7.80	COMPLETE ABSTRACT OF SUBORDINATED INDENTURE (3.3); DRAFT SUMMARIES OF 2006, 2009, 2013, 2029 AND 2033 NOTES (3.1); PERFORMED RESEARCH RE: APPLICATION OF X-CLAUSES (1.4).
GRANT K	10/26/06	7.90	CONTINUE RESEARCH RE: INDENTURES AND OPERATION OF X-CLAUSE (3.1); DRAFT MEMO RE: SAME (4.8).
GRANT K	10/27/06	5.90	DRAFT LETTER RESPONSE RE: GM SETOFF (1.7); CONTINUE RESEARCH RE: CLASSIFICATION REINSTATEMENT (4.2).
GRANT K	10/30/06	3.70	CONTINUE REVIEW AND ANALYSIS OF BOND DOCUMENTS AND REVISED ABSTRACT RE: SAME (3.7).
GRANT K	10/31/06	5.30	CONTINUE RESEARCH RE: REINSTATEMENT OF CLAIMS AND SEPARATE TREATMENT OF CLASSES (4.2); BEGAN RESEARCH RE: TREATMENT OF TRADE CLAIMS (1.1).
		<b>86.30</b>	
HARDIN AS	10/03/06	4.50	PREPARE FOR FRAMEWORK DISCUSSION MEETINGS (4.5).
HARDIN AS	10/05/06	8.50	ATTEND AND ASSIST WITH MEETING OF DELPHI MANAGEMENT, CREDITORS COMMITTEE, EQUITY COMMITTEES, AND GM; DRAFT SUMMARY RE: SAME (8.5).
HARDIN AS	10/06/06	3.40	REVIEW AND DISTRIBUTE FRAMEWORK DISCLOSURE INFORMATION (3.4).
HARDIN AS	10/11/06	12.00	ATTEND AND ASSIST WITH MEETINGS OF DELPHI MANAGEMENT, CREDITORS COMMITTEE, AD HOC AND STATUTORY EQUITY COMMITTEES (7.5); RESEARCH ISSUES RELATED TO IMPAIRMENT AND CLASSIFICATION (4.5).
HARDIN AS	10/12/06	9.50	RESEARCH AND DRAFT MEMO RELATED TO ISSUES CONCERNING IMPAIRMENT (3.0); ATTEND AND ASSIST WITH MEETING WITH CREDITORS COMMITTEE, OTHER STAKEHOLDERS (6.5).
HARDIN AS	10/13/06	4.90	DRAFT PLAN ISSUES LIST (3.1); REVIEW INITIAL MEMOS (0.3); REVIEW AND REVISE NOTES AND RESEARCH FROM MEETINGS HELD ON 10/12 (1.5).
HARDIN AS	10/14/06	1.50	REVISE PLAN ISSUES OUTLINE (1.5).

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HARDIN AS	10/16/06	6.70	REVIEW MEMO RE: CLASSIFICATION AND TREATMENT (0.4); RESEARCH ISSUES RELATED TO OUTSTANDING PUBLIC DEBT (3.5); PARTICIPATE IN WORKING GROUP MEETING RE: PLAN (2.8).
HARDIN AS	10/17/06	6.30	REVIEW MEMO AND CHART RE: PLAN ISSUES (0.4); REVIEW DRAFT MEMO RE: SETTLEMENTS (0.3); REVISE SAME (1.1); REVIEW INDENTURES IN CONNECTION WITH PLAN RESEARCH (1.4); REVIEW INTERNAL MEMOS ON ISSUES RELATED TO SECTION 1129 (3.1).
HARDIN AS	10/18/06	2.10	CONTINUE TO EVALUATE PLAN ISSUES (2.1).
HARDIN AS	10/24/06	5.00	REVIEW AND REVISE MEMO RE: SETTLEMENTS UNDER RULE 91019 (0.5); REVIEW DRAFT MEMO RE: SETTLEMENTS (0.7); REVIEW REVISED PLAN ISSUES LIST (0.3); RESEARCH ISSUES RELATED TO IMPLEMENTATION OF FRAMEWORK AGREEMENT (3.5).
HARDIN AS	10/25/06	4.80	REVIEW MEMO RE: INSIDER STATUS (0.4); DRAFT EMAIL RESPONSE (1.0); REVIEW REVISIONS TO MEMO RE: SETTLEMENTS (0.1); DRAFT EMAIL TO PLAN WORKING GROUP RE: COMPLETED RESEARCH PROJECTS (0.3); REVISE MEMO RE: SETTLEMENTS (0.9); REVIEW PLAN PRECEDENTS FOR CLASSIFICATION ISSUES (2.1).
HARDIN AS	10/26/06	4.50	REVIEW DRAFT LEADERSHIP MEETING MATERIALS (0.4); REVIEW EMAIL RE: PLAN ISSUES (0.1); RESEARCH ISSUES RELATED TO CLASSIFICATION AND TREATMENT OF CLAIMS AND INTERESTS (2.1); REVIEW PREVIOUS DRAFTS OF FRAMEWORK AGREEMENT AND EXHIBITS FOR TREATMENT OF RELATED ISSUES (1.9).
HARDIN AS	10/27/06	4.50	REVIEW ISSUES RELATED TO CLASSIFICATION, TREATMENT OF CLAIMS (4.5).
HARDIN AS	10/30/06	4.40	RESEARCH RELATED TO PLAN MATTERS (4.4).
HARDIN AS	10/31/06	0.60	PREPARE FOR MEETING RE: VOTING, FEASIBILITY ISSUES (0.6).
		<b>83.20</b>	
HERRIOTT AV	10/04/06	1.00	PREPARE INFORMATION UPDATE FOR POTENTIAL PLAN INVESTORS AND GM (1.0).
HERRIOTT AV	10/27/06	0.10	RESPOND TO FOLLOW UP ISSUE FROM SUBSTANTIVE CONSOLIDATION RESEARCH (0.1).
		<b>1.10</b>	
HOWE EJ	10/27/06	2.60	RESEARCH RE: CREDITOR STANDING TO OBJECT TO SUBSTANTIVE CONSOLIDATION (2.6).



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HOWE EJ	10/28/06	0.20	MULTIPLE EMAILS FROM AND TO R. REESE RE: SUBSTANTIVE CONSOLIDATION RESEARCH (0.2).
HOWE EJ	10/30/06	2.10	CONTINUE RESEARCH RE: STANDING TO OBJECT TO SUBSTANTIVE CONSOLIDATION (2.1).
		<b>4.90</b>	
LEDERER J.*	10/13/06	2.40	REVIEW DRAFT ISSUES LIST (0.4); RESEARCH RE: PLANS INVOLVING CRAMDOWN, CLASSIFICATION, AND IMPAIRMENT (2.0).
LEDERER J.*	10/14/06	1.00	REVIEW IINDENTURE AND PROVIDE ANSWERS FOR INDENTURE BASED QUESTIONS (1.0).
LEDERER J.*	10/15/06	2.80	WESTLAW RESEARCH AND CASE LAW READING ON DELPHI ISSUES LIST ITEMS OF CLASSIFICATION AND IMPAIRMENT (.2.8).
LEDERER J.*	10/16/06	5.30	RESEARCH ON WESTLAW FOR 2ND CIRCUIT CASES CONSTRUING CLASSIFICATION OF SIMILAR CLAIMS UNDER THE CODE (1.5); WESTLAW RESEARCH ON STANDARDS FOR CRAMDOWN AND PLANS IN WHICH CRAMDOWN WAS APPROVED (1.3); REVIEW ADELPHIA DISCLOSURE STATEMENT FOR 510(B) ISSUES AND CLASSIFICATION OF CLAIMS AND INTERESTS (1.5); DRAFT RIDERS FOR MEMO ON CRAMDOWN AND CLASSIFICATION OF CLAIMS (1.0).
LEDERER J.*	10/17/06	8.80	REVIEW PRECEDENT DISCLOSURE STATEMENT TO DETERMINE TREATMENT OF SECURITIES LITIGATION CLAIMS (4.7); CREATE CHART SUMMARIZING TREATMENT OF SECURITIES LITIGATION CLAIMS (1.8); READ UPDATED DELPHI PLAN ISSUES LIST (0.4); EDIT CHART (0.4); WESTLAW RESEARCH ON THE STANDARD FOR 9019 SETTLEMENTS IN THE 2ND CIRCUIT (1.5).
LEDERER J.*	10/18/06	7.40	WESTLAW RESEARCH FOR 2ND CIRCUIT CASES TO INCLUDE IN 9019 STANDARD MEMO (1.0); EDIT MEMO ON STANDARD USED IN 2ND CIRCUIT FOR 9019 SETTLEMENTS MEMO (0.8); REVIEW OF PRECEDENT PLAN FOR VALUATION FORMULA USED TO DISTRIBUTE ASSETS TO SECURITIES LITIGATION CLAIMANTS (0.8); DRAFT CHART SECTION TREATMENT OF SECURITIES LITIGATION CLAIMS (0.6); MAKE ADDITIONAL EDITS TO 9019 MEMO (0.5); SET UP NEW CHART TO BE USED FOR SUMMARY OF PLAN TREATMENT OF SECURITIES LITIGATION (1.0); REVIEW ADDITIONAL PLANS (2.7).

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LEDERER J.*	10/19/06	6.00	BEGIN PRELIMINARY WESTLAW RESEARCH ON CASES INVOLVING THIRD PARTY RELEASES IN 2ND CIRCUIT (0.5); READ CASE LAW TREATING AND DISCUSSING THIRD PARTY RELEASES (1.8); REFORMAT CHART TO ACCOMMODATE NEWLY ACQUIRED INFORMATION AND ADDITIONAL PLANS (0.6); REVIEW PRECEDENT PLAN PROVISIONS FOR ENTRY INTO CHART (3.1).
LEDERER J.*	10/20/06	6.70	READ PLANS FOR 10 DEBTORS FOCUSED ON TO IDENTIFY CLASSIFICATION OF CLAIMS SECTIONS AND DETERMINE FORMULAS USED TO PAY OUT SECURITIES LITIGATION CLAIMS (0.9); ORGANIZE RESEARCH TO (1.0); CREATE INDEX OF ALL PLANS REVIEWED (0.9); EDIT BINDER INDEX (0.6); PREPARE FOR DELPHI INTERNAL WORKING GROUP CALL FOR UPDATE ON PLAN ISSUES LIST (1.0); PARTICIPATE ON WORKING GROUP CALL TO UPDATE SKADDEN TEAM ON PROGRESS ON 9019 MEMO AND CHART COMPARING SECURITIES LITIGATION CLAIMS (0.8); ESTABLISH PRECEDENT FILE FOR EXCULPATION CLAUSES IN 2ND CIRCUIT PLANS (1.0); UPDATE BINDER INDEX WITH DOCKET NUMBERS AND FILING LOCATIONS (0.5).
LEDERER J.*	10/23/06	5.20	REVIEW UPDATED DELPHI PLAN ISSUES LIST (0.6); REVIEW NEW MOTIONS AND OBJECTION CHART (0.4); REVIEW DELPHI DOCKET (0.2); WESTLAW RESEARCH ON CLASSIFICATION ISSUES ARISING IN 9019 SETTLEMENTS (2.0); READ CASE LAW TREATING CLASSIFICATION AND STANDARD FOR ASSESSING SETTLEMENTS (2.0).
LEDERER J.*	10/24/06	9.00	WESTLAW RESEARCH ON CASE LAW TREATING CLASSIFICATION ISSUES IN 9019 SETTLEMENTS (0.8); ADDITIONAL WESTLAW RESEARCH ON CLAIMS WHICH DO NOT RECEIVE CLASSIFICATION UNDER A PLAN (0.9); DRAFT 9019 CLASSIFICATION MEMO (0.7); REVIEW DELPHI DOCKET FOR MATTERS RELATING TO RESEARCH (0.4); EDIT 9019 MEMO (0.5); RESEARCH PRECEDENT ON 3RD PARTY EXCULPATION PROVISIONS IN THE 2ND CIRCUIT (0.5); ADDITIONAL RESEARCH ON SETTLEMENTS OCCURRING OUTSIDE PLANS (5.2).
LEDERER J.*	10/25/06	7.70	REVIEW REVISED DRAFT OF 9019 MEMO AND BLACKLINE (0.5); WESTLAW RESEARCH ON "INSIDER" STANDARD UNDER THE CODE (0.5); DRAFT MEMO OUTLINING STANDARD BY WHICH "INSIDERS" ARE IDENTIFIED UNDER THE CODE (1.8); REVIEW DELPHI DOCKET (0.4); MAKE EDITS TO 9019 MEMO (0.4); UPDATE MEMO TO REFLECT ADDITIONAL CASE LAW AUTHORITY (1.5); READ NON-DEBTOR RELEASE MEMO (0.6); REVISE "INSIDERS" MEMO (2.0).

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LEDERER J.*	10/26/06	1.40	RESEARCH ON "INSIDERS" UNDER THE CODE (0.3); ANALYZE EXISTING MEMO FOR PORTIONS DEALING WITH STANDARDS FOR "INSIDERS" TO EXPAND INTO NEW MEMO (0.5); REVIEW DELPHI DOCKET (0.1); DRAFT MEMO SECTION ON SUBORDINATION (0.5).
LEDERER J.*	10/27/06	1.80	REVISE "INSIDERS" MEMO (1.8).
LEDERER J.*	10/30/06	0.20	REVIEW DELPHI DOCKET FOR MOTIONS AND FILINGS PERTINENT TO "INSIDERS" OR CLASSIFICATION ISSUES (0.2).
LEDERER J.*	10/31/06	3.10	REVIEW DELPHI DOCKET FOR PLEADINGS AND MOTIONS APPLICABLE TO INSIDERS AND FEASIBILITY (0.2); WESTLAW PERIODICAL, SECONDARY SOURCE, RESEARCH ON FEASIBILITY (2.1); DRAFT PRELIMINARY OUTLINE SECTIONS ON FEASIBILITY (0.8).

68.80

MEISLER RE	10/03/06	0.50	REVIEW STATUS OF APPALOOSA DILIGENCE RE: ENVIRONMENTAL (0.2); TELECONFERENCE WITH M. HESTER AND M. BRIARTON RE: SAME (0.1); REVIEW STATUS OF FRAMEWORK NEGOTIATIONS (0.2).
MEISLER RE	10/04/06	2.20	PARTICIPATE IN FRAMEWORK PLANNING (1.7); REVIEW ISSUES (0.3) AND DRAFT CORRESPONDENCE RE: SAME (0.2).
MEISLER RE	10/05/06	0.50	CONTINUE ATTENTION TO APPALOOSA DILIGENCE (0.3); REVIEW PRESENTATION TO POTENTIAL PLAN INVESTORS (0.2).
MEISLER RE	10/06/06	0.50	REVIEW CORRESPONDENCE (0.2) AND ANALYZE ISSUES CONCERNING FRAMEWORK AGREEMENT (0.3).
MEISLER RE	10/10/06	0.70	CONTINUE TO REVIEW FRAMEWORK AGREEMENT (0.7).
MEISLER RE	10/15/06	3.00	REVIEW PLAN ISSUES (3.0).
MEISLER RE	10/16/06	0.60	CONTINUE TO ANALYZE PLAN ISSUES (0.6).

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MEISLER RE	10/17/06	3.30	REVIEW RESEARCH RE: PLAN ISSUES INCLUDING X-CLAUSE AND CLASSIFICATION OF CLAIMS (1.4); REVIEW TREATMENT OF DERIVATIVE CLAIMS (0.5); ADD NOTES TO FILE RE: PLAN ISSUES (0.1); DRAFT INTERNAL CORRESPONDENCE RE: APPALOOSA DILIGENCE (0.2); TELECONFERENCE WITH D. BAUMSTEIN AND J. PAPELIAN RE: LITIGATION INQUIRIES (0.3); TELECONFERENCE WITH P. TRIMARCHI AND D. BAUMSTEIN RE: ENVIRONMENTAL INQUIRIES (0.1); TELECONFERENCE WITH D. BAUMSTEIN RE: GENERAL INQUIRIES (0.1); DRAFT CORRESPONDENCE TO J. KIM RE: INFORMATION REQUEST (0.1); DRAFT NOTES TO FILE RE: SAME (0.1); DRAFT CORRESPONDENCE TO D. SHERBIN RE: UPDATE ON APPALOOSA DILIGENCE (0.2); TELECONFERENCE WITH D. SHERBIN RE: SAME (0.2).
MEISLER RE	10/18/06	0.70	CONTINUE TO REVIEW AND RESEARCH PLAN ISSUES RE: NOTES (0.7).
MEISLER RE	10/19/06	1.20	REVIEW SUBORDINATED NOTES (0.7); REVIEW MEMOS RE: PLAN ISSUES (0.5).
MEISLER RE	10/20/06	2.10	REVIEW FOLLOW UP DILIGENCE REQUESTS RE: APPALOOSA (0.6); REVIEW OUTSTANDING ISSUES RE: FRAMEWORK AGREEMENT AND PLAN (0.5); CONTINUE TO REVIEW OF SUBORDINATED NOTES (1.0).
MEISLER RE	10/23/06	2.10	REVIEW OF OPEN ITEMS ON PLAN ISSUES LIST (0.3) AND UPDATE SAME (0.3); REVIEW FOLLOW UP DILIGENCE RE: APPALOOSA (0.2); DRAFT CORRESPONDENCE TO B. SAX AND F. KUPLICKI RE: APPALOOSA DILIGENCE (0.3); REVIEW AND EDIT DRAFT CORRESPONDENCE TO P. TRIMARCHI RE: DOCUMENT PRODUCTION (0.4); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.2); DRAFT CORRESPONDENCE TO P. TRIMARCHI RE: SCHEDULING DILIGENCE CALL (0.1); DRAFT CORRESPONDENCE TO J. KIM RE: FOLLOW-UP DILIGENCE (0.1); TELECONFERENCE WITH H. GROPPER RE: RESPONSE TO DILIGENCE REQUEST (0.2).
MEISLER RE	10/24/06	0.50	REVIEW APPALOOSA REQUEST RE: SERP (0.3); REVIEW PROGRESS ON PLAN ISSUES (0.2).
MEISLER RE	10/25/06	2.10	PARTICIPATE ON CONFERENCE CALL WITH P. TRIMARCHI, D. BAUMSTEIN, M. HESTER, AND K. JONES RE: FURTHER DILIGENCE (1.0); FOLLOW UP WORK (0.4) AND NOTES TO FILE (0.2) RE: SAME; TELECONFERENCE WITH D. BAUMSTEIN RE: DILIGENCE (0.1); DRAFT CORRESPONDENCE TO P. TRIMARCHI RE: STATUS OF DILIGENCE (0.2); DRAFT INTERNAL CORRESPONDENCE RE: APPALOOSA UPDATE (0.2).

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MEISLER RE	10/26/06	1.70	TELECONFERENCE WITH P. TRIMARCHI AND K. JONES RE: FOLLOW UP DILIGENCE (0.5); DRAFT NOTES TO FILE RE: SAME (0.2); TELECONFERENCE WITH K. JONES RE: FOLLOW UP DILIGENCE (0.2); DRAFT SUMMARY OF STATUS OF APPALOOSA DILIGENCE (0.3); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.2); ATTENTION TO LOGISTICS FOR UPCOMING FRAMEWORK NEGOTIATIONS (0.1); REVIEW DOCUMENTS RE: FRAMEWORK AGREEMENT (0.2).
MEISLER RE	10/27/06	1.20	REVIEW ISSUES RE: FRAMEWORK AGREEMENT (0.3); REVIEW AND REVISE SUMMARY OF STATUS RE: APPALOOSA DILIGENCE (0.4); REVIEW FOLLOW UP REQUEST FOR INFORMATION RE: HUMAN RESOURCE INQUIRIES (0.2); TELECONFERENCE WITH B. SAX RE: SAME (0.1); DRAFT INTERNAL CORRESPONDENCE RE: EXCLUSIVITY (0.2).
MEISLER RE	10/30/06	1.60	TELECONFERENCE WITH S. JEBAJIAN, C. RAGLAN, R. LIN, R. ROLFE, D. KLEINER, J. PAPELIAN RE: DILIGENCE CALL (1.0); DRAFT CORRESPONDENCE TO J. PAPELIAN RE: SAME (0.1); REVIEW RIPPLEWOOD CORRESPONDENCE (0.2); REVIEW EXIT STRATEGIES (0.2); CONTINUE TO REVIEW PLAN ISSUES (0.1).

24.50

OGUNSANYA GO	10/11/06	5.50	REVIEW AND SUMMARIZATION OF RIGHTS OFFERINGS (5.5).
OGUNSANYA GO	10/12/06	4.20	CONTINUE REVIEW AND SUMMARIZATION OF RIGHTS OFFERINGS (4.2).
OGUNSANYA GO	10/15/06	7.20	RESEARCH/REVIEW OF RIGHT OFFERINGS BY DEBTORS; DRAFTING OF TERM SHEET (7.2).
OGUNSANYA GO	10/16/06	5.20	CONTINUE RESEARCH/REVIEW OF RIGHT OFFERINGS BY DEBTORS; DRAFTING OF TERM SHEET (5.2).

22.10

OLASKY P	10/19/06	1.90	PREPARE NDA FORM FOR THIRD PARTY (1.9).
OLASKY P	10/23/06	1.40	DRAFT FORM NDA FOR POTENTIAL THIRD PARTY BIDDER (1.4).
OLASKY P	10/24/06	2.70	PREPARE THIRD PARTY FORM NDA FOR THIRD PARTY (2.7).
OLASKY P	10/25/06	1.30	REVISE THIRD PARTY FORM NDA (1.3).
OLASKY P	10/31/06	2.10	REVISED THIRD PARTY NDA FOR NEW THIRD PARTY (2.1).

9.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	10/17/06	0.70	TELECONFERENCE WITH WORKING GROUP RE: PLAN RESEARCH MATTERS (0.2); REVIEW RESEARCH ASSIGNMENTS IN CONNECTION WITH PLAN OF REORGANIZATION (0.2); BEGIN RESEARCH ON FEASIBILITY ISSUES (0.3).
PERL MW	10/18/06	5.80	CONTINUE RESEARCH RE: STANDARDS FOR PLAN FEASIBILITY (5.4) AND STRATEGIZE RE: SAME (0.4).
PERL MW	10/25/06	6.70	CONTINUE RESEARCH RE: FEASIBILITY REQUIREMENT UNDER SECTION 1129(A) (11) (6.7).
PERL MW	10/26/06	7.20	CONTINUE RESEARCH RE: FEASIBILITY REQUIREMENT TO CONFIRM PLAN OF REORGANIZATION (6.4); BEGIN DRAFTING MEMO RE: SAME (0.8).
PERL MW	10/27/06	7.10	CONTINUE RESEARCH RE: FEASIBILITY REQUIREMENT IN CONNECTION WITH PLAN CONFIRMATION (4.2) AND CONTINUE DRAFTING MEMO RE: SAME (2.9).
PERL MW	10/29/06	6.30	CONTINUE DRAFTING MEMO RE: FEASIBILITY REQUIREMENT IN CONNECTION WITH CONFIRMATION OF PLAN OF REORGANIZATION (6.3).
PERL MW	10/30/06	3.90	FOLLOW UP RESEARCH RE: FEASIBILITY IN CONNECTION WITH PLAN OF REORGANIZATION (1.6) AND COMPLETE MEMO RE: SAME (2.3).
PERL MW	10/31/06	0.80	REVIEW VARIOUS MEMOS RE: ISSUES RELATING TO CONFIRMATION (0.8).
		<b>38.50</b>	
PLATT SJ*	10/16/06	7.10	REVIEW DISCLOSURE STATEMENTS FROM RECENT REORGANIZATION CASES INVOLVING RIGHTS OFFERINGS, COMPILE FINDINGS (7.1).
PLATT SJ*	10/17/06	3.70	CONFIRM BAPCPA EFFECTIVE DATES AND DRAFT BRIEF MEMO WITH FINDINGS (0.3); SEARCH FOR AND REVIEW CASE LAW RE: REINSTATEMENT UNDER A RESTRUCTURING PLAN (3.4).
PLATT SJ*	10/18/06	3.00	REVIEW AND SUMMARIZE CASE LAW RELATING TO PLAN CONFIRMATION (3.0).
PLATT SJ*	10/20/06	4.30	REVIEW ADDITIONAL SEC NO ACTION LETTERS RELATING TO PLAN FUNDING (0.9); SEARCH FOR AND SUMMARIZE CASES RELATING TO X-CLAUSES (2.3); STRATEGY DISCUSSION OF PLAN ISSUES (1.1).
PLATT SJ*	10/23/06	5.20	COMPLETE AND COMPILE RESEARCH ON X-CLAUSES (0.7); BEGIN DRAFTING MEMO ON SEC REGISTRATION REQUIREMENTS (2.0); BEGIN RESEARCHING PRIORITY PAYMENT RIGHTS (2.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PLATT SJ*	10/24/06	4.40	CONTINUE RESEARCHING ABSOLUTE PRIORITY ISSUES (1.0); REVISE MEMO RE: RIGHTS OFFERING AND CONDUCT FOLLOW UP RESEARCH (3.4).
PLATT SJ*	10/25/06	2.20	CONTINUE TO EDIT AND FINALIZE MEMO RE: RIGHTS OFFERINGS (1.5); CONTINUE RESEARCH ON ABSOLUTE PRIORITY ISSUES (0.6); UPDATE PLAN ISSUES LIST (0.1).
PLATT SJ*	10/26/06	6.70	CONTINUE REVIEWING AND SUMMARIZING CASES RE: ABSOLUTE PRIORITY AND REINSTATEMENT (3.4); FINALIZE MEMO ON RULE 1145 (2.7); BEGIN PREPARING PLAN ISSUES BINDER (0.6).
PLATT SJ*	10/27/06	5.10	CONTINUE RESEARCH RE: PRIORITY ISSUES UNDER THE PLAN (2.8); CONTINUE COMPILING FINDINGS FROM RESEARCH INTO A MEMO (2.0); FINISH COMPILING DOCUMENTS AND INITIATE CREATION OF "PLAN ISSUES BINDER" (0.3).
PLATT SJ*	10/30/06	4.30	RESEARCH SECTION 721 OF THE BANKRUPTCY CODE AND EMAIL FINDINGS ON TO PARTNER (3.4); CONTINUE EDITING AND UPDATING MEMO ON ABSOLUTE PRIORITY (0.9).
PLATT SJ*	10/31/06	2.00	COMPLETE RESEARCH ON LEGISLATIVE HISTORY OF SECTION 721 (0.7); CONTINUE RESEARCHING AND UPDATING ABSOLUTE PRIORITY MEMO (1.3).
		<b>48.00</b>	
REESE RG	10/02/06	1.70	TELECONFERENCE RE: PLAN ISSUES (0.8); FOLLOW UP CALLS RE: SAME (0.9).
REESE RG	10/09/06	0.60	TELECONFERENCE RE: PLAN ISSUES (0.6).
REESE RG	10/28/06	0.40	REVIEW AND RESPOND TO ISSUES RE: PLAN ISSUE RESEARCH (0.4).
REESE RG	10/31/06	0.40	REVIEW AND RESPOND TO INQUIRY RE: PLAN RESEARCH ISSUE (0.4).
		<b>3.10</b>	
STUART NL	10/10/06	2.10	RESEARCH RE: SECURITIES OFFERINGS (2.1).
STUART NL	10/11/06	10.70	ELECTRONIC RESEARCH RE: SECTION 1145 AND DISTRIBUTION TESTS (3.2); REVIEW CASELAW AND NO-ACTION LETTERS ON SAME (4.1); BEGIN DRAFTING MEMO ON SAME (1.6); CONTINUE ELECTRONIC RESEARCH (1.8).
STUART NL	10/12/06	10.50	ELECTRONIC RESEARCH RE: SECURITIES ISSUES IN CONNECTION WITH PLAN OF REORGANIZATION (4.4); REVIEW MATERIALS ON SAME (3.2); BEGIN DRAFTING MEMO ON SAME (2.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	10/13/06	8.20	CONTINUE RESEARCHING SECURITIES ISSUES IN CONNECTION WITH POR (1.9); INTERNAL STRATEGY CONFERENCE ON PLAN OF REORGANIZATION ISSUES (2.5); BEGIN FORMULATING PLAN ISSUES LIST AND CONDUCT RESEARCH ON SAME (3.8).
STUART NL	10/14/06	6.70	DEVELOP POR ISSUES LIST (6.7).
STUART NL	10/15/06	5.60	STRATEGY SESSION ON PLAN ISSUES (1.8); UPDATE PLAN ISSUES LIST (1.4); RESEARCH RE: SENIOR AND SUB NOTE ISSUES (2.4).
STUART NL	10/16/06	10.90	BEGIN RESEARCH ON PLAN TREATMENT ISSUES WITH RESPECT TO SENIOR UNSECURED DEBT (3.8); INTERNAL STRATEGY CALL ON PLAN ISSUES (1.5); INTERNAL CONFERENCE ON PLAN ISSUES LIST (0.6); UPDATE AND RECIRCULATE PLAN ISSUES LIST (1.4); CONTINUE RESEARCH ON SENIOR NOTE TREATMENT ISSUES (3.6).
STUART NL	10/17/06	10.80	CONTINUE RESEARCH ON TREATMENT OF SENIOR NOTES (3.2); REVIEW NOTES AND INDENTURES (3.1); BEGIN REVIEW OF SUBORDINATED NOTES AND CONDUCT RESEARCH ON RELEVANT SUBORDINATION PROVISIONS (4.5).
STUART NL	10/18/06	11.20	BEGIN RESEARCH RELATED TO TREATMENT OF IMPAIRED AND UNIMPAIRED CREDITORS IN CONNECTION WITH PLAN OF REORGANIZATION (4.2); REVIEW CASES RE: SAME (3.9); BEGIN DRAFTING MEMO RE: SAME (3.1).
STUART NL	10/19/06	8.90	CONTINUE RESEARCH RE: IMPAIRED/UNIMPAIRED CREDITORS (0.8); BEGIN REVIEW OF PLAN FRAMEWORK AGREEMENTS (6.2); CONTINUE RESEARCH ON IMPAIRED/UNIMPAIRED CREDITOR TREATMENT UNDER A POR (1.9).
STUART NL	10/20/06	11.00	RESEARCH RE: PLAN EFFECTIVE DATE ISSUES (0.3); RESEARCH RE: STANDING IN CONNECTION WITH A POR (0.6); BEGIN DRAFTING FRAMEWORK AGREEMENT (9.0); INTERNAL STRATEGY SESSION RE: POR RESEARCH ISSUES (1.1).
STUART NL	10/23/06	12.50	TELECONFERENCE WITH FTI AND ROTHSCHILD ON EMERGENCE BUSINESS PLAN (0.5); DRAFT MEMO RE: CALL AND EMERGENCE BUSINESS PLAN (0.4); CONDUCT RESEARCH RE: PLAN ISSUES ON IMPAIRED AND UNIMPAIRED CREDITORS (4.9); REDRAFT AND REVISE FRAMEWORK AGREEMENT (6.7).
STUART NL	10/24/06	10.20	RESEARCH RE: PLAN ISSUES IN CONNECTION WITH SECURITIES (0.7); REVISE MEMO AND CHART RE: SAME (0.4); CONDUCT ELECTRONIC RESEARCH ON PLAN ISSUES WITH RESPECT TO IMPAIRED AND UNIMPAIRED CREDITORS (2.4); REVIEW CASE LAW ON SAME (3.3); CONTINUE TO DRAFT AND REVISE MEMO ON SAME (3.4).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	10/25/06	8.80	CONTINUE RESEARCH RE: IMPAIRED AND UNIMPAIRED CREDITORS (4.8); CONTINUE DRAFTING MEMO ON SAME (4.0).
STUART NL	10/26/06	8.10	RESEARCH RE: 1145 ISSUES (1.2); RESEARCH RE: SENIOR DEBT ISSUES IN CONNECTION WITH FRAMEWORK AGREEMENT (3.8); RESEARCH RE: SUBORDINATED DEBT ISSUES IN CONNECTION WITH FRAMEWORK AGREEMENT (3.1).
STUART NL	10/27/06	6.90	CONTINUE RESEARCH RE: SENIOR NOTES (2.1); CONTINUE RESEARCH RE: SUBORDINATED NOTES (3.6); CONTINUE RESEARCH RE: 1145 ISSUES IN CONNECTION WITH PLAN/Framework (1.2).
STUART NL	10/30/06	1.10	RESEARCH RE: CREDITOR PAYMENT ISSUES (1.1).
STUART NL	10/31/06	3.10	RESEARCH RE: FRAMEWORK AGREEMENT CREDITOR ISSUES (3.1).

147.30

**Total Associate/Law Clerk 553.70**

DEMMA J	10/04/06	2.00	UPDATE ENVIRONMENTAL DATAROOM INDEX (1.1); PREPARE DOCUMENTS FOR INCLUSION TO DATAROOM (0.9).
DEMMA J	10/05/06	1.80	CONTINUE PREPARING MATERIALS FOR INCLUSION TO DATAROOM (1.2); PREPARE MATERIALS FOR DISTRIBUTION (0.6).
DEMMA J	10/06/06	0.30	UPDATE DATAROOM INDEX (0.3).
DEMMA J	10/16/06	1.70	PREPARE DOCUMENTS FOR APPALOOSA DATA ROOM REQUEST (1.1); UPDATE ENVIRONMENTAL DATA ROOM INDEX (0.6).
DEMMA J	10/17/06	0.70	PREPARE INDEX FOR SECOND REQUEST BY APPALOOSA FOR ENVIRONMENTAL DOCUMENTS (0.7).
DEMMA J	10/23/06	1.30	UPDATE WHITE AND CASE DOCUMENT REQUEST INDEX (1.3).
DEMMA J	10/24/06	0.70	UPDATE WHITE & CASE REQUEST INDEX (0.7).
DEMMA J	10/25/06	1.30	UPDATE WHITE & CASE REQUEST INDEX (1.3).
DEMMA J	10/26/06	5.80	UPDATE/ORGANIZE MATERIALS FOR WHITE & CASE REQUEST (5.8).
DEMMA J	10/27/06	1.60	CONTINUE UPDATING WHITE & CASE REQUEST INDEX (1.6).
DEMMA J	10/30/06	1.30	PREPARE/INDEX RIPPLEWOOD DOCUMENTS FOR ATTORNEY REVIEW (1.3).
DEMMA J	10/31/06	2.70	UPDATE RIPPLEWOOD MATERIALS (1.1); PREPARE MATERIALS FOR INCLUSION INTO DATAROOM (1.6).

21.20

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ZSOLDOS AF	10/04/06	1.70	REVIEW, REVISE AND COORDINATE GM/DELPHI FRAMEWORK AGREEMENT UPDATE (1.7).
ZSOLDOS AF	10/05/06	0.90	COORDINATE GM FRAMEWORK PRESENTATION (0.9).
ZSOLDOS AF	10/24/06	3.70	RESEARCH PRECEDENT PLANS AND THIRD-PARTY OBJECTIONS TO PLANS IN THE SECOND DISTRICT, SPECIFICALLY TO RELEASES (1.7); CREATE AND UPDATE CHART DETAILING FINDINGS (2.0).
ZSOLDOS AF	10/26/06	1.20	CONTINUE TO RESEARCH 3RD PARTY OBJECTIONS TO PLANS IN SDNY (1.2).
ZSOLDOS AF	10/31/06	0.90	CONTINUE TO RESEARCH OBJECTIONS TO PLANS IN THE 2ND CIRCUIT (0.9).

8.40

Total Legal Assistant 29.60

TOTAL TIME 898.20

\* Law clerks are law school graduates who are not presently admitted  
to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)  
Reorganization Plan / Plan Sponsors

Bill Date: 11/30/06  
Bill Number: 1132369

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	10/04/06	Panagakis GN	1,477.00
<b>TOTAL AIR/RAIL TRAVEL - VENDOR FEED</b>			<b>\$1,477.00</b>
In-house Reproduction	10/06/06	Copy Center, D	6.30
In-house Reproduction	10/06/06	Copy Center, D	424.57
In-house Reproduction	10/13/06	Copy Center, D	1.20
In-house Reproduction	10/13/06	Copy Center, D	96.89
In-house Reproduction	10/13/06	Copy Center, D	10.70
In-house Reproduction	10/17/06	Copy Center, D	90.79
In-house Reproduction	10/17/06	Copy Center, D	189.99
In-house Reproduction	10/20/06	Copy Center, D	18.70
In-house Reproduction	10/20/06	Copy Center, D	227.19
In-house Reproduction	10/24/06	Copy Center, D	4.60
In-house Reproduction	10/27/06	Copy Center, D	65.00
In-house Reproduction	10/27/06	Copy Center, D	169.09
In-house Reproduction	10/31/06	Copy Center, D	2,069.98
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$3,375.00</b>
Telephone Expense	10/27/06	Telecommunications, D	0.27
Telephone Expense	10/27/06	Telecommunications, D	0.15
Telephone Expense	10/27/06	Telecommunications, D	0.02
Telephone Expense	10/27/06	Telecommunications, D	0.02
Telephone Expense	10/27/06	Telecommunications, D	19.77
Telephone Expense	10/27/06	Telecommunications, D	28.14
Telephone Expense	10/27/06	Telecommunications, D	2.00
Telephone Expense	10/27/06	Telecommunications, D	2.63
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$53.00</b>
Lexis/Nexis	10/12/06	Ranney-Marinelli A	522.28
Lexis/Nexis	10/13/06	Hardin AS	43.03
Lexis/Nexis	10/15/06	Ramlo K	104.57
Lexis/Nexis	10/16/06	Stuart NL	159.48
Lexis/Nexis	10/16/06	Hardin AS	4.79

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Lexis/Nexis	10/17/06	Stuart NL	68.45
Lexis/Nexis	10/17/06	Hardin AS	238.34
Lexis/Nexis	10/17/06	Hardin AS	14.67
Lexis/Nexis	10/18/06	Stuart NL	150.86
Lexis/Nexis	10/18/06	Lederer J.	10.94
Lexis/Nexis	10/24/06	Hardin AS	184.54
Lexis/Nexis	10/24/06	Platt SJ	26.36
Lexis/Nexis	10/25/06	Hardin AS	10.94
Lexis/Nexis	10/26/06	Hardin AS	119.16
Lexis/Nexis	10/26/06	Stuart NL	122.20
Lexis/Nexis	10/27/06	Stuart NL	638.94
Lexis/Nexis	10/30/06	Hardin AS	124.93
Lexis/Nexis	10/31/06	Jahn CJ	8.52
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$2,553.00</b>
Westlaw	10/05/06	Grant K	85.30
Westlaw	10/06/06	Grant K	283.88
Westlaw	10/11/06	Stuart NL	305.98
Westlaw	10/15/06	Stuart NL	221.96
Westlaw	10/15/06	Grant K	172.10
Westlaw	10/15/06	Lederer J.	165.38
Westlaw	10/15/06	Ramlo K	503.24
Westlaw	10/16/06	Stuart NL	220.55
Westlaw	10/16/06	Lederer J.	85.34
Westlaw	10/17/06	Stuart NL	317.15
Westlaw	10/17/06	Grant K	88.87
Westlaw	10/18/06	Stuart NL	216.76
Westlaw	10/18/06	Perl MW	220.32
Westlaw	10/18/06	Grant K	92.94
Westlaw	10/18/06	Lederer J.	38.71
Westlaw	10/19/06	Stuart NL	92.60
Westlaw	10/19/06	Lederer J.	64.63
Westlaw	10/20/06	Stuart NL	52.92
Westlaw	10/20/06	Platt SJ	93.73
Westlaw	10/23/06	Stuart NL	173.67
Westlaw	10/23/06	Platt SJ	234.86

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	10/23/06	Lederer J.	87.81
Westlaw	10/24/06	Stuart NL	64.11
Westlaw	10/24/06	Platt SJ	56.14
Westlaw	10/24/06	Lederer J.	208.21
Westlaw	10/25/06	Stuart NL	145.18
Westlaw	10/25/06	Perl MW	334.12
Westlaw	10/25/06	Platt SJ	8.84
Westlaw	10/25/06	Grant K	144.84
Westlaw	10/25/06	Lederer J.	176.93
Westlaw	10/26/06	Platt SJ	176.05
Westlaw	10/26/06	Grant K	80.14
Westlaw	10/26/06	Lederer J.	29.20
Westlaw	10/27/06	Stuart NL	49.53
Westlaw	10/27/06	Perl MW	136.02
Westlaw	10/27/06	Howe EJ	271.75
Westlaw	10/27/06	Donnelly NP	104.20
Westlaw	10/27/06	Lederer J.	9.33
Westlaw	10/30/06	Stuart NL	17.30
Westlaw	10/30/06	Howe EJ	206.58
Westlaw	10/31/06	Stuart NL	8.14
Westlaw	10/31/06	Platt SJ	90.56
Westlaw	10/31/06	Grant K	87.17
Westlaw	10/31/06	Jahn CJ	311.41
Westlaw	10/31/06	Lederer J.	292.55
		<b>TOTAL WESTLAW</b>	<b>\$6,827.00</b>
Vendor Hosted Teleconferencing	09/30/06	Teleconferencing Services, LLC	13.00
		<b>TOTAL VENDOR HOSTED TELECONFERENCING</b>	<b>\$13.00</b>
Air/Rail Travel (external)	10/03/06	Butler, Jr. J	142.85
Air/Rail Travel (external)	10/09/06	Butler, Jr. J	451.15
		<b>TOTAL AIR/RAIL TRAVEL (EXTERNAL)</b>	<b>\$594.00</b>
Out-of-Town Travel	10/03/06	Butler, Jr. J	15.51

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	10/03/06	Butler, Jr. J	19.50
Out-of-Town Travel	10/03/06	Butler, Jr. J	56.00
Out-of-Town Travel	10/03/06	Butler, Jr. J	707.33
Out-of-Town Travel	10/09/06	Butler, Jr. J	134.01
Out-of-Town Travel	10/09/06	Butler, Jr. J	42.00
Out-of-Town Travel	10/09/06	Butler, Jr. J	1,681.65
Out-of-Town Travel	10/09/06	Butler, Jr. J	21.00
TOTAL OUT-OF-TOWN TRAVEL			\$2,677.00
Messengers/ Courier	10/22/06	Arrow Messenger Svc	18.58
Messengers/ Courier	10/30/06	Dist Serv/Mail/Page, D	23.42
TOTAL MESSENGERS/ COURIER			\$42.00
Out-of-Town Meals	10/03/06	Butler, Jr. J	21.00
Out-of-Town Meals	10/09/06	Butler, Jr. J	31.00
TOTAL OUT-OF-TOWN MEALS			\$52.00
Printing to paper from TIF	10/20/06	Copy Center, D	119.00
TOTAL PRINTING TO PAPER FROM TIF			\$119.00
TOTAL MATTER			\$17,782.00

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Delphi Corporation (DIP) Bill Date: 01/10/07  
Reorganization Plan / Plan Sponsors

Bill Number: 1147918

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	11/01/06	0.80	CONTINUE TO FOLLOW-UP ON FRAMEWORK DISCUSSION AND PLAN INVESTOR MATTERS INCLUDING TELECONFERENCES WITH T. STALLKAMP (0.4) AND R. ROSENBERG (0.2); MEETING WITH S. MILLER AND DELPHI TEAM RE: NOVEMBER 6-7 FRAMEWORK DISCUSSIONS IN NEW YORK CITY (0.2).
BUTLER, JR. J	11/02/06	1.70	CONTINUE TO PREPARE FOR NOVEMBER 6 AND 7 FRAMEWORK DISCUSSIONS WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND PLAN INVESTORS IN NEW YORK CITY INCLUDING EMAILS TO/FROM STAKEHOLDERS (1.4); TELECONFERENCE WITH J. SHEEHAN RE: SAME (0.3).
BUTLER, JR. J	11/03/06	1.40	CONTINUE TO PREPARE FOR NOVEMBER 6TH AND 7TH FRAMEWORK DISCUSSIONS WITH STAKEHOLDERS IN NEW YORK CITY INCLUDING TELECONFERENCES WITH B. SHAW (0.3); B. SHAW, D. RESNICK AND J. SHEEHAN (0.4); T. STALLKAMP (0.3), B. ROSENBERG (0.1), AND B. SCHELER (0.3).
BUTLER, JR. J	11/05/06	4.30	CONTINUE TO PREPARE FOR NOVEMBER 6TH AND 7TH FRAMEWORK DISCUSSIONS WITH STAKEHOLDERS IN NEW YORK CITY (1.6); REVIEW AND EVALUATE NEW AHC DISCUSSION POINTS (1.2); EMAILS FROM/TO D. RESNICK AND R. O'NEAL RE: SAME (0.4); TELECONFERENCE WITH T. LAURIA RE: SAME (0.7); REVIEW RIPPLEWOOD CORPORATE GOVERNANCE PROPOSAL (0.2) AND EMAILS FROM/TO R. O'NEAL RE: SAME (0.2).
BUTLER, JR. J	11/06/06	10.20	PREPARE FOR (1.7) AND PARTICIPATE IN (8.3) FRAMEWORK DISCUSSIONS WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND PLAN INVESTORS IN NEW YORK CITY; EMAILS TO/FROM B. SCHELER RE: EQUITY COMMITTEE PARTICIPATION IN FRAMEWORK MEETINGS (0.2).
BUTLER, JR. J	11/07/06	10.60	PREPARE FOR (INCLUDING MANAGEMENT MEETINGS IN NEW YORK CITY (1.8) AND PARTICIPATE IN (8.8) FRAMEWORK DISCUSSIONS WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND PLAN INVESTORS IN NEW YORK CITY.

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BUTLER, JR. J	11/08/06	4.80	CONTINUE TO PARTICIPATE IN OVERNIGHT FRAMEWORK DISCUSSIONS WITH STAKEHOLDERS IN NEW YORK CITY AND FOLLOW-UP (2.3); FOLLOW-UP ON NOVEMBER 6-7 FRAMEWORK DISCUSSIONS WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, GM AND PLAN INVESTORS IN NEW YORK CITY INCLUDING STAKEHOLDER AND MANAGEMENT DISCUSSIONS (1.4); REVIEW REVISED FRAMEWORK DOCUMENTS (0.8); EMAILS FROM/TO T. LAURIA, T. JANSON AND D. RESNICK RE: SAME (0.3).
BUTLER, JR. J	11/09/06	3.10	REVIEW AND RESPOND TO ADDITIONAL AHC DUE DILIGENCE REQUEST (0.3); EMAILS FROM/TO S. MILLER AND D. RESNICK RE: D. DAIGLE AND J. THORNTON CONFERENCE CALLS (0.4); REVIEW AND REVISE FRAMEWORK DOCUMENTS (1.8); REVIEW AND EVALUATE REVISED RIPPLEWOOD PROPOSAL (0.6).
BUTLER, JR. J	11/10/06	3.10	PREPARE FOR (0.3) AND PARTICIPATE IN (0.7) TELECONFERENCE WITH DELPHI AND AHC REPRESENTATIVES TO REVIEW DELPHI'S MARK-UP TO REVISED AHC DISCUSSION POINTS; CONTINUE TO REVIEW REVISED RIPPLEWOOD FRAMEWORK PROPOSAL (0.3); TELECONFERENCE WITH T. STALLKAMP RE: SAME (0.4); TELECONFERENCE WITH J. SHEEHAN RE: FRAMEWORK MATTERS INCLUDING STATUTORY COMMITTEE MARK-UP RE: GOVERNANCE MATTERS (0.4); REVIEW SAME (0.3); EMAILS FROM/TO J. TANENBAUM, D. RESNICK, D. SHERBIN, S. CORCORAN AND J. SHEEHAN RE: NOVEMBER 15TH DELPHI/GM ADVISORS MEETING IN NEW YORK CITY TO REVIEW DOCUMENTATION ISSUES, TIMETABLE AND NEXT STEPS (0.4); TELECONFERENCE WITH R. O'NEAL RE: FRAMEWORK MATTERS (0.3).
BUTLER, JR. J	11/11/06	0.60	EMAILS FROM/TO J. TANENBAUM RE: GM FRAMEWORK DISCUSSIONS (0.2); EMAILS FROM/TO D. SHERBIN, J. SHEEHAN, S. CORCORAN AND D. RESNICK RE: SAME (0.4).
BUTLER, JR. J	11/12/06	1.20	SEVERAL EMAILS FROM/TO T. LAURIA AND G. BRAY RE: APPALOOSA/HARBINGER/CERBERUS MATTERS (0.3); PREPARE FOR NOVEMBER 13TH COUNSEL TELECONFERENCE RE: SAME (0.2); EMAIL FROM J. TANENBAUM (0.1) AND CONTINUE TO PREPARE (0.6) FOR NOVEMBER 15TH DELPHI/GM ADVISORS' FRAMEWORK MEETING IN NEW YORK CITY.
BUTLER, JR. J	11/13/06	1.90	TELECONFERENCE WITH T. LAURIA AND G. BRAY RE: FRAMEWORK MATTERS (0.4); TELECONFERENCE WITH J. TANENBAUM RE: FRAMEWORK MATTERS (0.3); REVIEW AND EVALUATE REVISED AHC FRAMEWORK DISCUSSION POINTS (0.9); RECEIVE AND BEING TO EVALUATE GM COMMENTS TO AHC FRAMEWORK DISCUSSION POINTS (0.3).



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BUTLER, JR. J	11/14/06	7.80	PREPARE FOR (0.7) AND PARTICIPATE IN (0.9) MEETING WITH S. MILLER, R. O'NEAL AND SENIOR MANAGEMENT TEAM AT COMPANY IN TROY RE: FRAMEWORK MATTERS; SEVERAL TELECONFERENCES WITH J. SHEEHAN AND D. RESNICK RE: FRAMEWORK MATTERS (0.2, 0.4, 0.3, 0.3); TELECONFERENCE WITH T. LAURIA RE: FRAMEWORK MATTERS (0.4); PREPARE FOR (0.2) AND PARTICIPATE IN (1.6) FRAMEWORK DISCUSSIONS WITH AHC REPRESENTATIVES; REVIEW AND REVISE FRAMEWORK DOCUMENTS (2.1); REVIEW ROTHSCHILD ANALYSIS OF AHC FEE PROPOSAL (0.2); PREPARE FOR NOVEMBER 15TH DELPHI/GM ADVISORS MEETING IN NEW YORK CITY TO REVIEW DOCUMENTATION ISSUES, TIMETABLE AND NEXT STEPS (0.3); EMAILS FROM/TO T. LAURIA RE: AHC FRAMEWORK MATTERS (0.2).
BUTLER, JR. J	11/15/06	5.20	CONTINUE TO REVIEW AND REVISE FRAMEWORK DOCUMENTS AND DRAFT EMAIL RE: SAME (1.8); PREPARE FOR (0.2) AND PARTICIPATE IN (0.7) TELECONFERENCE WITH DELPHI AND AHC REPRESENTATIVES RE: FRAMEWORK DOCUMENTS; PREPARE FOR (0.2) AND ATTEND (1.7) DELPHI/GM ADVISORS MEETING IN NEW YORK CITY TO REVIEW DOCUMENTATION ISSUES, TIMETABLE AND NEXT STEPS; TELECONFERENCE WITH J. SHEEHAN RE: FRAMEWORK MATTERS (0.3); PREPARE FOR NOVEMBER 16TH LEADERSHIP BREAKFAST MEETING AMONG DELPHI, AHC AND STATUTORY COMMITTEES (0.3).
BUTLER, JR. J	11/16/06	9.90	PREPARE FOR (0.3) AND ATTEND (1.8) EARLY MORNING LEADERSHIP MEETING WITH PRINCIPALS AND LEAD ADVISORS FROM DELPHI, STATUTORY COMMITTEES, APPALOOSA AND CERBERUS; CONTINUE TO NEGOTIATE FRAMEWORK DOCUMENTS THROUGHOUT THE DAY WITH REPRESENTATIVES OF DELPHI, STATUTORY COMMITTEES, APPALOOSA AND CERBERUS (4.7); REVISE AND REDRAFT FRAMEWORK DOCUMENTS WITH COUNSEL TO APPALOOSA AND CERBERUS (1.3, 0.8) INCLUDING REVIEW OF MARK-UPS FROM STATUTORY COMMITTEES (0.6); EMAILS FROM/TO S. MILLER, G. BRAY, S. CORCORAN AND J. TANENBAUM RE: SAME (0.4).
BUTLER, JR. J	11/17/06	1.60	CONTINUE TO FOLLOW-UP NOVEMBER 16TH FRAMEWORK DISCUSSIONS INCLUDING REVIEW OF FRAMEWORK DOCUMENTS (1.4); EMAILS FROM/TO B. ROSENBERG RE: SAME (0.2).
BUTLER, JR. J	11/19/06	1.30	BEGIN TO PREPARE FOR (WITH FTI AND ROTHSCHILD REPRESENTATIVES) NOVEMBER 21ST FRAMEWORK DISCUSSIONS IN NEW YORK CITY WITH ADVISOR REPRESENTATIVES OF DELPHI, GM AND PROPOSED PLAN INVESTORS INCLUDING EMAILS TO/FROM J. TANENBAUM AND J. SHEEHAN RE: SAME (1.3).

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BUTLER, JR. J	11/20/06	1.90	CONTINUE TO PREPARE FOR (WITH FTI AND ROTHSCHILD REPRESENTATIVES) NOVEMBER 21ST FRAMEWORK DISCUSSIONS IN NEW YORK CITY WITH ADVISOR REPRESENTATIVES OF DELPHI, GM AND PROPOSED PLAN INVESTORS (1.3); EMAILS WITH DELPHI SENIOR MANAGEMENT, D. RESNICK, B. SHAW, G. BRAY, T. JANSON, T. LAURIA AND J. TANENBAUM RE: SAME (0.4); EMAIL FROM B. DELLINGER RE: DUE DILIGENCE ON 2007-2012 BUSINESS PLAN (0.2).
BUTLER, JR. J	11/21/06	6.10	PREPARE FOR (WITH FTI AND ROTHSCHILD REPRESENTATIVES) (1.3) AND ATTEND (2.3) FRAMEWORK DISCUSSIONS IN NEW YORK CITY WITH ADVISOR REPRESENTATIVES OF DELPHI, GM AND PROPOSED PLAN INVESTORS; ATTEND POST-MEETING WORKING GROUP DISCUSSION WITH FTI AND ROTHSCHILD RE: NEXT STEPS (1.2); TELECONFERENCE WITH J. TANENBAUM RE: SAME (0.2); TELECONFERENCE WITH J. SHEEHAN AND R. EISENBERG RE: SAME (0.2); TELECONFERENCE WITH T. LAURIA AND G. BRAY RE: SAME (0.3); REVIEW AND BEGIN TO EVALUATE FURTHER DISCUSSION POINTS FROM STATUTORY COMMITTEES (0.4); EMAILS FROM/TO S. MILLER AND R. O'NEAL RE: UPDATE (0.2).
BUTLER, JR. J	11/26/06	3.00	CONTINUE TO WORK ON FRAMEWORK MATTERS INCLUDING ADVANCED PLANNED FOR POTENTIAL DECEMBER 8TH FRAMEWORK HEARING (0.6); EMAILS FROM/TO J. SHEEHAN RE: AHC DUE DILIGENCE MATTERS (0.2); CONTINUE TO PREPARE FOR NOVEMBER 29TH FRAMEWORK DISCUSSIONS IN NEW YORK CITY WITH ADVISOR REPRESENTATIVES OF DELPHI, GM AND PROPOSED PLAN INVESTORS (0.7); TELECONFERENCE WITH J. TANENBAUM RE: SAME (0.3); REVIEW DRAFT FRAMEWORK DOCUMENTS AND PARTICIPATE IN WORKING GROUP MEETING RE: SAME (1.2).
BUTLER, JR. J	11/27/06	0.90	CONTINUE TO WORK ON FRAMEWORK MATTERS INCLUDING PREPARE FOR NOVEMBER 29TH FRAMEWORK DISCUSSIONS IN NEW YORK CITY WITH ADVISOR REPRESENTATIVES OF DELPHI, GM AND PROPOSED PLAN INVESTORS (0.4); REVIEW PLAN INVESTOR DUE DILIGENCE REQUEST (0.3) AND EMAILS FROM/TO S. CORCORAN AND J. SHEEHAN RE: SAME (0.2).

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BUTLER, JR. J	11/28/06	6.90	CONTINUE TO PREPARE FOR NOVEMBER 29TH FRAMEWORK DISCUSSIONS IN NEW YORK CITY WITH ADVISOR REPRESENTATIVES OF DELPHI, GM AND PROPOSED PLAN INVESTORS (1.8); TELECONFERENCE WITH J. TANENBAUM RE: SAME (0.3); REVIEW DRAFT FRAMEWORK DOCUMENTS AND PARTICIPATE IN WORKING GROUP MEETING RE: DRAFTING OF "CONCEPTUAL" PLAN SUPPORT AGREEMENT (2.8); TELECONFERENCES WITH J. SHEEHAN AND S. CORCORAN (1.3) AND J. BERTRAND (0.4) RE: SAME; TELECONFERENCES AND EMAILS WITH T. LAURIA RE: SAME (0.3).
BUTLER, JR. J	11/29/06	2.70	PREPARE FOR (0.5) AND ATTEND (1.7) FRAMEWORK DISCUSSIONS IN NEW YORK CITY WITH ADVISOR REPRESENTATIVES OF DELPHI, GM AND PROPOSED PLAN INVESTORS; TELECONFERENCES WITH S. MILLER AND J. SHEEHAN RE: SAME (0.3); EMAILS FROM/TO T. LAURIA RE: SAME (0.2).
BUTLER, JR. J	11/30/06	0.60	FOLLOW-UP ON NOVEMBER 29TH FRAMEWORK DISCUSSIONS IN NEW YORK CITY WITH ADVISOR REPRESENTATIVES OF DELPHI, GM AND PROPOSED PLAN INVESTORS (0.3); EMAILS FROM/TO J. BERTRAND, S. MILLER AND H. MILLER RE: SAME (0.3).
		91.60	
COCHRAN EL	11/01/06	0.60	TELECONFERENCES ON REVIEW OF INDENTURE ISSUES (0.6).
COCHRAN EL	11/02/06	2.10	REVIEW NDA ISSUES (2.1).
COCHRAN EL	11/03/06	1.20	REVIEW NDA ISSUES (1.2).
COCHRAN EL	11/06/06	10.20	PREPARE FOR AND ATTEND MEETING WITH GM, APPALOOSA, CERBERUS, RIPPLEWOOD AND DELPHI REPRESENTATIVES ON TERM SHEETS (10.2).
COCHRAN EL	11/07/06	12.20	PREPARE FOR AND ATTEND MEETING WITH GM, APPALOOSA, CERBERUS, RIPPLEWOOD REPRESENTATIVES, ON DELPHI TERM SHEETS (12.2).
COCHRAN EL	11/09/06	4.30	REVIEW REVISED TERM SHEET FROM CERBERUS AND APPALOOSA (4.3).
COCHRAN EL	11/10/06	1.20	REVIEW REVISED RIPPLEWOOD PROPOSAL (1.2).
COCHRAN EL	11/14/06	5.10	REVIEW REVISED PROPOSAL FROM CERBERUS AND APPALOOSA (3.2); TELECONFERENCES WITH COUNSEL TO CERBERUS AND APPALOOSA (1.9).
COCHRAN EL	11/15/06	3.70	REVIEW REVISED PROPOSALS FROM CERBERUS AND APPALOOSA (3.7).
COCHRAN EL	11/16/06	5.40	MEETINGS ON AHC PROPOSAL (5.4).

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COCHRAN EL	11/21/06	4.70	MEETING WITH REPRESENTATIVES OF GM, APPALOOSA AND CERBERUS ON DOCUMENTS (4.7).
COCHRAN EL	11/22/06	2.50	WORK ON PLAN SUPPORT AGREEMENT (2.5).
COCHRAN EL	11/26/06	2.80	RECEIVE REVISE PLAN SUPPORT AGREEMENT (2.1); TELECONFERENCE WITH WORKING GROUP ON PLAN SUPPORT AGREEMENT (0.7).
COCHRAN EL	11/27/06	5.40	REVIEW REVISE PLAN SUPPORT AGREEMENT (3.1); TELECONFERENCE WITH WORKING GROUP ON PSA (2.3).
COCHRAN EL	11/28/06	5.80	WORK ON PLAN FRAMEWORK SUPPORT AGREEMENT (5.8).
COCHRAN EL	11/29/06	5.50	MEETING WITH GM AND PLAN INVESTORS IN NYC (2.1); PREPARE REVISED PLAN FRAMEWORK SUPPORT AGREEMENT (3.4).
		<b>72.70</b>	
GIBSON ML	11/14/06	0.50	REVIEW TERM SHEET AND TELECONFERENCES WITH INTERNAL TEAM RE: RELATED RESEARCH (0.5).
GIBSON ML	11/15/06	4.60	MULTIPLE RESEARCH, TELECONFERENCES, MEETINGS WITH INTERNAL TEAM, CORRESPONDENCE AND REVIEWING AND COMMENTING ON RESEARCH RESULTS RE: PREFERRED STOCK ISSUES AND RELATED ISSUES (4.6).
GIBSON ML	11/20/06	0.60	REVIEW AND EVALUATE TERMS OF SETTLEMENT AND PREFERRED STOCK TERMS (0.6).
GIBSON ML	11/26/06	0.50	BEGIN REVIEWING FRAMEWORK AGREEMENT (0.5).
GIBSON ML	11/27/06	4.90	REVIEW AND COMMENT ON MULTIPLE DRAFTS OF PLAN SUPPORT AGREEMENT (2.5); CONFERENCE CALL/ DISCUSSIONS/CORRESPONDENCE WITH WORKING GROUP RE: SAME (2.4).
GIBSON ML	11/28/06	0.90	REVIEW AND COMMENT ON NEW DRAFT OF FRAMEWORK AGREEMENT (0.9).
		<b>12.00</b>	
MARAFIOTI KA	11/01/06	1.30	ANALYZE SUBORDINATION ISSUES IN CONNECTION WITH PLAN FRAMEWORK (1.3).
MARAFIOTI KA	11/02/06	0.30	REPORT ON STATUS OF FRAMEWORK MEETINGS (0.3).
MARAFIOTI KA	11/05/06	0.30	CORRESPONDENCE RE: VARIOUS FRAMEWORK DEVELOPMENTS (0.3).

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MARAFIOTI KA	11/06/06	9.80	REVIEW LEGAL MEMOS RE: PLAN ISSUES (0.5); MEETINGS WITH COMPANY, ROTHSCHILD, AND FTI RE: FRAMEWORK (7.4); REVIEW PRECEDENT RE: APPROVAL OF PRE-PLAN INVESTMENT FEES (0.9); ANALYZE LEGAL ISSUES IN CONNECTION WITH PLAN (0.6); COMMUNICATIONS WITH KEY PARTIES-IN-INTEREST RE: PLAN ISSUES (0.4).
MARAFIOTI KA	11/07/06	5.30	MEETINGS WITH CLIENT IN PREPARATION FOR FRAMEWORK DISCUSSIONS WITH PARTIES-IN-INTEREST (1.0); REVIEW APPALOOSA/HARBINER/CEBERUS PROPOSAL (0.5); MEETING WITH COMPANY RE: SAME (3.8).
MARAFIOTI KA	11/08/06	3.10	CONTINUE MEETINGS WITH CLIENT, ROTHSCHILD, AND FTI RE: PLAN FRAMEWORK ISSUES (2.7); UPDATE RE: STATUS OF SAME (0.4).
MARAFIOTI KA	11/09/06	1.50	EXCHANGE OF CORRESPONDENCE RE: FRAMEWORK ISSUES (0.2); TELECONFERENCE WITH ROTHSCHILD RE: TERM SHEET (0.5); CORRESPONDENCE RE: INVESTOR POSITIONS (0.3) AND ANALYZE SAME (0.5).
MARAFIOTI KA	11/10/06	1.70	UPDATE RE: STATUS OF FRAMEWORK DISCUSSIONS (0.4); REVIEW CERBERUS/APPALOOSA DISCUSSION POINTS AND PREFERRED STOCK TERMS (1.0); REVIEW RIPPLEWOOD PROPOSAL (0.3).
MARAFIOTI KA	11/11/06	0.20	REVIEW CORRESPONDENCE RE: FRAMEWORK ISSUES (0.2).
MARAFIOTI KA	11/13/06	0.60	UPDATE RE: STATUS OF FRAMEWORK MATTERS (0.2); TELECONFERENCE WITH V. MELWANI AND BONNIE STEINGART RE: GOVERNANCE PROPOSAL (0.2) AND FOLLOWUP RE: SAME (0.2).
MARAFIOTI KA	11/14/06	3.10	CORRESPONDENCE RE: CERBERUS/APPALOOSA TERM SHEET (0.3); UPDATE STATUS RE: FRAMEWORK ISSUES (0.5); REVIEWED COMPARISON OF LATEST CERBERUS/APPALOOSA DISCUSSION POINTS AND PREFERRED STOCK TERMS (1.0) AND RELATED CORRESPONDENCE (0.3); REVIEWED COMPARISON OF AHC AND COMMITTEE GOVERNANCE PROPOSALS (1.0).
MARAFIOTI KA	11/15/06	2.30	MEETING WITH GM ADVISORS RE: FRAMEWORK (1.7); FOLLOWUP FRAMEWORK ANALYSIS AND CORRESPONDENCE (0.6).
MARAFIOTI KA	11/16/06	2.90	MEETINGS WITH CLIENT RE: PLAN FRAMEWORK AGREEMENT (0.7); CONFERRED WITH V. MELWANI RE: JOINT COMMITTEE MARKUP OF TERMS OF PREFERRED STOCK (0.1) AND REVIEW SAME (0.3); TELECONFERENCE WITH COMMITTEE ADVISORS RE: FRAMEWORK ISSUES (0.4) AND ANALYZE SAME (1.4).